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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11 Case No.
	:	
LEHMAN BROTHERS HOLDINGS INC., et al.,	:	08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	
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**SUMMARY OF FINAL FEE APPLICATION OF FRIED, FRANK, HARRIS,
SHRIVER & JACOBSON LLP, SPECIAL COUNSEL TO THE DEBTORS AND
DEBTORS IN POSSESSION, FOR FINAL ALLOWANCE OF COMPENSATION
FOR PROFESSIONAL SERVICES RENDERED AND FOR REIMBURSEMENT OF
ACTUAL AND NECESSARY EXPENSES INCURRED FROM (I) MARCH 1, 2011
THROUGH MARCH 31, 2011, AND (II) JUNE 1, 2011 THROUGH MARCH 6, 2012**

SUMMARY

<u>Name of Applicant:</u>	Fried, Frank, Harris, Shriver & Jacobson LLP ("Fried Frank")
<u>Authorized to Provide Professional Services to:</u>	Debtors and Debtors in Possession
<u>Date of Retention:</u>	Order entered on October 5, 2011 retaining Fried Frank under Bankruptcy Code section 327(e) <i>nunc pro tunc</i> to June 1, 2011. Retained as Ordinary Course Professional on June 4, 2010 <i>nunc pro tunc</i> to May 13, 2010.
<u>Period for which compensation and reimbursement is sought:</u>	March 1, 2011 through March 31, 2011 and June 1, 2011 through March 6, 2012

Amount of compensation sought
as actual and necessary: \$877,088.50¹

Amount of expense reimbursement
Sought as actual and necessary: \$36,837.33

Prior Interim Applications:

(i) First Interim Fee Application of Fried, Frank, Harris, Shriver & Jacobson LLP, Special Counsel to the Debtors and Debtors in Possession, for Interim Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred from (i) March 1, 2011 through March 31, 2011, and (ii) June 1, 2011 through September 30, 2011 [ECF No. 23306] (the “First Interim Fee Application”);²

(ii) Second Interim Fee Application of Fried, Frank, Harris, Shriver & Jacobson LLP, Special Counsel to the Debtors and Debtors in Possession, for Interim Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred from (i) March 1, 2011 through March 31, 2011, and (ii) October 1, 2011 through March 6, 2012 [ECF No. 27985] (the “Second Interim Fee Application”)

Prior Monthly Fee Statements:

Date Submitted	Period Covered	Requested		Paid	
		Fees	Expenses	Fees	Expenses
5/2/2011	3/1/2011 – 3/31/2011 (Pinnacle Matter)	\$204,320.50	\$18,841.94	\$163,456.40	\$18,841.94
10/17/2011	6/1/2011 – 8/31/2011	\$219,789.50	\$2,421.99	\$175,831.60	\$2,421.99
11/14/2011	9/1/2011 – 9/30/2011	\$36,404.50	\$22.94	\$29,123.60	\$22.94
12/14/2011	10/1/2011-10/31/2011	\$82,993.50	\$3,218.70	\$0.00	\$0.00
1/17/2012	11/1/2011-11/30/2011	\$36,044.50	\$2,936.14	\$28,835.00	\$2,936.14
2/15/2012	12/1/2011-12/31/2011	\$67,375.50	\$1,044.72	\$53,900.40	\$1,044.72
3/15/2012	1/1/2012-1/31/2012	\$81,080.50	\$1,962.55	\$64,864.40	\$1,962.55
4/16/2012	2/1/2012-3/6/2012	\$60,355.00	\$2,342.46	\$48,284.00	\$2,342.46
TOTALS		\$788,363.50	\$32,791.44	\$564,295.40	\$29,572.74

¹ This amount includes sums already paid to Fried Frank as well as the 20% of such fees held back pursuant to the Interim Compensation Order (defined below).

² The First Interim Fee Application requested fees in the amount of \$460,514.50 and expenses in the amount of \$21,286.87. Fried Frank subsequently agreed with the Fee Committee to reduce the amounts requested by \$16,984.00 for professional services and \$578.07 in expenses. See Stipulation Between Fried, Frank, Harris, Shriver & Jacobson LLP and the Fee Committee Regarding the First Interim Application for Compensation and Expenses for the Periods March 1, 2011 Through March 31, 2011 and June 1, 2011 Through September 30, 2011 [ECF No. 27727].

**COMPENSATION BY PROFESSIONAL DURING THE PERIODS FROM (I) MARCH
1, 2011 THROUGH MARCH 31, 2011, AND
(II) JUNE 1, 2011 THROUGH MARCH 6, 2012**

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate during Compensation Period³	Total Hours Billed during Compensation Period	Total Compensation Requested during Compensation Period
Donald Carleen	Joined firm in 1983 and became a Partner in 1987. Member of NY Bar since 1983.	\$970.00	0.20	\$194.00
Meyer Last	Joined firm in 1987 and became a Partner in 1991. Member of NY Bar since 1983.	\$970.00/ \$995.00	3.60	\$3,567.00
Janice Mac Avoy	Joined firm in 1988 and became a Partner in 1996. Member of NY Bar since 1989.	\$970.00/ \$995.00	91.10	\$88,442.00
Jonathan L. Mechanic	Joined firm in 1978 and became a Partner in 1987. Member of NY Bar since 1978.	\$995.00/ \$1,025.00	13.00	\$13,037.00
Lee S. Parks	Joined firm in 1984 and became a Partner in 1991. Member of NY Bar since 1984.	\$970.00	5.10	\$4,947.00
Carol Rosenthal	Joined firm as a Partner in 2007. Member of NY Bar since 1984.	\$940.00	1.30	\$1,222.00
Richard A. Wolfe	Joined firm in 1988 and became a Partner in 1995. Member of NY Bar since 2005.	\$970.00	1.40	\$1,358.00
Alan Resnick	Joined firm as Of Counsel in 1989. Member of NY Bar since 1973.	\$1,000.00	2.00	\$2,000.00
Adrienne Bernard	Joined firm as Special Counsel in 2003. Member of NY Bar since 1983.	\$760.00/ \$795.00	171.90	\$132,586.50
John A. Borek	Joined firm in 1984 and became Special Counsel in 1997. Member of NY Bar since 1982.	\$760.00/ \$795.00	14.00	\$10,745.00

³ The hourly rates of certain Fried Frank attorneys increased on September 1, 2011 and January 1, 2012.

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate during Compensation Period ³	Total Hours Billed during Compensation Period	Total Compensation Requested during Compensation Period
Kalman Ochs	Joined firm in 1995 and became Special Counsel in 2005. Member of NY Bar since 1996.	\$735.00	26.40	\$19,404.00
Michael Alexander	Joined firm as an Associate in 2007. Member of NY Bar since 2005.	\$645.00	30.90	\$19,930.50
Nazar Altun	Joined firm as an Associate in 2004. Member of NY Bar since 2005.	\$645.00/ \$660.00/ \$690.00	112.40	\$73,206.00
Jonathan Bashi	Joined firm as an Associate in 2008. Member of NY Bar since 2008.	\$460.00	137.10	\$63,066.00
Zachary Bernstein	Joined firm as an Associate in 2008. Member of NY Bar since 2006.	\$610.00/ \$645.00	49.70	\$31,234.00
Michele Chirco	Joined firm as an Associate in 2010. Member of NY Bar since 2009.	\$460.00	24.50	\$11,270.00
Ilana Ettinger	Joined firm as an Associate in 2011. Member of NY Bar since 2012.	\$395.00	14.40	\$5,688.00
Andrew Falevich	Joined firm as an Associate in 2005. Member of NY Bar since 2005.	\$610.00	1.00	\$610.00
Kara Friedman	Joined firm as an Associate in 2005. Member of NY Bar since 2006.	\$610.00	0.80	\$488.00
Andrew Frohlich	Joined firm as an Associate in 2011. Member of NY Bar since 2011.	\$395.00	9.60	\$3,792.00
David Gartenberg	Joined firm as an Associate in 2011. Member of NY Bar since 2011.	\$395.00	3.20	\$1,264.00

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate during Compensation Period ³	Total Hours Billed during Compensation Period	Total Compensation Requested during Compensation Period
Tal Golomb	Joined firm as an Associate in 2007. Member of NY Bar since 2003.	\$660.00	11.10	\$7,326.00
Adam Gottlieb	Joined firm as an Associate in 2005. Member of NY Bar since 2005.	\$610.00	4.50	\$2,745.00
Nathan Grow	Joined firm as an Associate in 2010. Member of NY Bar since 2010.	\$580.00	74.40	\$43,152.00
Aaron Kleinman	Joined firm as an Associate in 2010. Member of NY Bar since 2010.	\$460.00	12.00	\$5,520.00
Rachel Kravitz	Joined firm as an Associate in 2008. Member of NY Bar since 2009.	\$520.00/ \$550.00/ \$575.00	157.00	\$85,799.00
Gabriel Libhart	Joined firm as an Associate in 2010. Member of NY Bar since 2010.	\$460.00	66.90	\$30,774.00
Laurinda Martins	Joined firm as an Associate in 2011. Not admitted in NY. Member of FL Bar since 2004. Member of DC Bar since 2010.	\$645.00/ \$660.00/ \$690.00	172.60	\$113,605.50
Nicole Naghi	Joined firm as an Associate in 2010. Member of NY Bar since 2010.	\$460.00	41.30	\$18,998.00
Kenneth Rosenfeld	Joined firm as an Associate in 2006. Member of NY Bar since 2006.	\$580.00	0.90	\$522.00
Kristina Runje	Joined firm as an Associate in 2004. Member of NY Bar since 2005.	\$660.00/ \$690.00	40.20	\$26,538.00
Mark Siegmund	Joined firm as an Associate in 2008. Member of NY Bar since 2009.	\$520.00	27.70	\$14,404.00

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate during Compensation Period ³	Total Hours Billed during Compensation Period	Total Compensation Requested during Compensation Period
Robert Sitman	Joined firm as an Associate in 2008. Member of NY Bar since 2009.	\$520.00/ \$550.00/ \$575.00	145.40	\$80,990.50
Steven Starr	Joined firm as an Associate in 2011. Member of NY Bar since 2010.	\$460.00	1.40	\$644.00
Filipina Balahadia	Paraprofessional since 2001.	\$295.00	26.10	\$7,699.50
Patrick Foote	Paraprofessional since 1995.	\$295.00	43.30	\$12,773.50
Richard B. Goldstein	Paraprofessional since 1999.	\$295.00	2.50	\$737.50
Bonita McDuffie	Paraprofessional since 1989.	\$255.00	2.20	\$561.00
Christopher McSweeney	Paraprofessional since 2010.	\$200.00	10.40	\$2,080.00
Joseph Meland	Paraprofessional since 2008.	\$255.00	0.50	\$127.50
David A. Palmer	Paraprofessional since 2004.	\$295.00	4.50	\$1,327.50
Ann Sherman	Library staff since 2007.	\$230.00	0.90	\$207.00
Edward Strecker	Managing Clerk since 2010.	\$295.00	1.00	\$295.00
Michael Vandenberg	Paraprofessional since 2010.	\$200.00	6.20	\$1,240.00
SUBTOTAL			1,566.60	\$946,117.50
Less Voluntary Reduction of June 1, 2011 through September 30, 2011 Fees				(\$52,045.00)
Less Reduction to First Interim Fee Application Fees Pursuant to Stipulation with Fee Committee				(\$16,984.00)
TOTAL FEES REQUESTED				\$877,088.50

Blended Rate (including paraprofessionals): \$603.93

Blended Rate (excluding paraprofessionals): \$625.64

**COMPENSATION BY PROJECT CATEGORY DURING THE PERIODS FROM (I)
MARCH 1, 2011 THROUGH MARCH 31, 2011, AND
(II) JUNE 1, 2011 THROUGH MARCH 6, 2012**

Matter Description	Lehman Billing Task Code	Total Billed Hours	Total Fees Requested
Pinnacle	2300	387.00	\$204,320.50
Hudson Yards	2300	361.10	\$214,564.00
St. Vincents	2300	13.60	\$8,689.50
Sandy Springs	2300	311.30	\$191,969.00
Broad Street	2300	202.70	\$150,943.00
237 Park	2300	45.60	\$29,652.00
Real Estate Structure	2300	3.50	\$3,395.00
325 West Broadway	2300	58.60	\$40,539.50
Retention Application	4700	129.00	\$74,693.00
Fee Statements and Fee Applications	4600	54.20	\$27,352.00
SUBTOTAL		1,566.60	\$946,117.50
Less Voluntary Reduction of June 1, 2011 through September 30, 2011 Fees			(\$52,045.00)
Less Reduction to First Interim Fee Application Fees Pursuant to Stipulation with Fee Committee			(\$16,984.00)
Total Fees Requested			\$877,088.50

**EXPENSE SUMMARY DURING THE PERIODS FROM (I)
MARCH 1, 2011 THROUGH MARCH 31, 2011, AND
(II) JUNE 1, 2011 THROUGH MARCH 6, 2012**

<u>Nature of Disbursements</u>	<u>Amount</u>
Corporation Service	\$3,836.49
Courier Service	\$126.65
Court Filing Fees	\$140.00
Court Reporting	\$252.00
Data Research - MA	\$1,403.88
Data Research	\$2,579.20
Duplicating	\$3,502.46
External Duplicating	\$76.21
Filing Fees	\$101.75
Lexis	\$7,198.94
Local Transportation (taxis)	\$790.23
Meals	\$332.82
Outside Messenger Service	\$426.65
Pinnacle Foreclosure Auction Expenses ⁴	\$16,368.40
Postage	\$4.51
Teleconferencing	\$203.62
Travel, Airfare, and Other Transportation	\$57.19
Word Processing	\$14.40
SUBTOTAL	\$37,415.40
Less Reduction to First Interim Fee Application Expenses Pursuant to Stipulation with Fee Committee	(\$578.07)
Total Expenses Requested	\$36,837.33

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⁴ These expenses relate to a foreclosure auction held on March 24, 2011 in connection with the Pinnacle matter, described in more detail below, and include: (i) an advertisement placed in the Wall Street Journal, dated March 9, 2011, regarding the foreclosure auction, and (ii) auctioneer services performed by Paramount Realty USA LLC on March 24, 2011 in connection with the foreclosure auction.

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*Special Counsel for the Debtors and Debtors in
Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
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LEHMAN BROTHERS HOLDINGS INC., et al.,	:
	:
Debtors.	:
	:
	:
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	Chapter 11 Case No.
	08-13555 (JMP)
	(Jointly Administered)

**FINAL FEE APPLICATION OF FRIED, FRANK, HARRIS, SHRIVER & JACOBSON LLP,
SPECIAL COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION, FOR FINAL
ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES RENDERED
AND FOR REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES
INCURRED FROM (I) MARCH 1, 2011 THROUGH MARCH 31, 2011, AND
(II) JUNE 1, 2011 THROUGH MARCH 6, 2012**

TO: THE HONORABLE JAMES M. PECK,
UNITED STATES BANKRUPTCY JUDGE:

Fried, Frank, Harris, Shriver & Jacobson LLP ("Fried Frank"), special counsel to Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the above-captioned cases (the "Chapter 11 Cases"), as debtors and debtors in possession (together, the "Debtors" and collectively with their non-debtor affiliates, "Lehman") under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), hereby submits this final fee application (the "Final Fee Application") for allowance, on a final basis, of (a) compensation in the amount of \$877,088.50 for the reasonable and necessary legal services rendered by Fried Frank on behalf of the Debtors

(the “Fees”) during the periods from (i) March 1, 2011 through March 31, 2011,¹ and (ii) June 1, 2011 through March 6, 2012 (the “Compensation Period”), and (b) reimbursement in the amount of \$36,837.33 for the actual and necessary expenses incurred and posted (the “Expenses”) during the Compensation Period. Fried Frank submits this Final Fee Application pursuant to sections 330 and 331 of the Bankruptcy Code and in accordance with (i) the Fourth Amended Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a) Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals, dated April 14, 2011 [ECF No. 15997] (the “Interim Compensation Order”), (ii) the Amended Order Pursuant to Sections 105(a), 327, 328 and 330 of the Bankruptcy Code Authorizing the Debtors to Employ Professionals Utilized in the Ordinary Course of Business, dated March 25, 2010 [ECF No. 7822] (the “Amended Ordinary Course Professionals Order”), (iii) the order of the Court, dated October 5, 2011, pursuant to sections 327(e) and 328 of title 11 of the United States Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure and Local Rule 2014-1 of the Local Rules of Bankruptcy Procedure of the United States Bankruptcy Court for the Southern District of New York, modifying the procedures for compensating and reimbursing Fried, Frank, Harris, Shriver & Jacobson LLP as special counsel to the Debtors, effective as of June 1, 2011 [ECF No. 20586] (the “Fried Frank Retention Order”),² (iv) Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 2016-1 of the Local Bankruptcy Rules for the Southern District of New York (the “Local Rules”), (v) the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases, adopted by this Court on November 25, 2009 (the “Amended Guidelines”), and (vi) the United States Trustee Guidelines for Reviewing Applications for

¹ As explained in greater detail below, Fried Frank was engaged as an ordinary course professional starting on May 13, 2010. In March 2011, Fried Frank exceeded the monthly fee cap for ordinary course professionals and, as such, was required to file a fee application with respect to such time for March 2011. Fried Frank was subsequently retained by the Debtors as special counsel pursuant to section 327(e) of the Bankruptcy Code and became subject to the Interim Compensation Order (defined below).

² A copy of the Fried Frank Retention Order is attached hereto as **Exhibit A**.

Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330 (the “UST Guidelines”). In support of this Final Fee Application, Fried Frank respectfully states as follows:

BACKGROUND

1. On September 15, 2008 and periodically thereafter, LBHI and certain of its subsidiaries filed with this Court voluntary cases under the Bankruptcy Code. The Debtors’ Chapter 11 Cases were consolidated for procedural purposes only and are being jointly administered pursuant to Rule 1015(b) of the Bankruptcy Rules. The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On September 17, 2008, the United States Trustee for the Southern District of New York (the “U.S. Trustee”) appointed the statutory committee of unsecured creditors pursuant to section 1102 of the Bankruptcy Code (the “Creditors’ Committee”).

3. On May 26, 2009, the Court entered an order appointing a fee committee (the “Fee Committee”) and approving a fee protocol [ECF No. 3651]. On January 24, 2011, the Fee Committee recommended Richard A. Gitlin as successor independent member to the Fee Committee, and the Court entered an order appointing Richard A. Gitlin (the “Chair”) to the Fee Committee [ECF No. 14117].

4. Previously, on October 13, 2008, the Debtors filed a motion (the “Ordinary Course Professional Motion”) seeking authorization pursuant to sections 105(a), 327, 328 and 330 of the Bankruptcy Code, to retain, *nunc pro tunc* to their retention dates, professionals utilized in the ordinary course of business (the “Ordinary Course Professionals”) without the submission of separate retention applications and the issuance of separate retention orders for each individual professional. The Ordinary Course Professional Motion was granted by the Court by order dated November 5, 2008 and was supplemented by the Amended Order Pursuant to Sections 105(a), 327, 328 and 330 of the Bankruptcy Code Authorizing the Debtors to Employ

Professionals Utilized in the Ordinary Course of Business (the “Amended Ordinary Course Professionals Order”). The Amended Ordinary Course Professional Order provides that the Debtors are authorized to supplement their list of Ordinary Course Professionals from time to time. Accordingly, on June 4, 2010 Fried Frank was retained *nunc pro tunc* to May 13, 2010 by the Debtors pursuant to the Notice of Fifty-First Supplemental List of Ordinary Course Professionals.

5. The Amended Ordinary Course Professionals Order outlines the procedures that all Ordinary Course Professionals must follow in order to receive compensation and reimbursement of expenses for services provided to the Debtors. The Amended Ordinary Course Professionals Order provides, in pertinent part, that “in the event that an Ordinary Course Professional seeks more than \$150,000 per month, that professional will be required to file a fee application for the full amount of its fees and expenses for that month in accordance with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules for the Southern District of New York, the Fee Guidelines promulgated by the US Trustee, and any and all orders of the Court.”

6. In addition, the Amended Ordinary Course Professionals Order provides that, “payment to any one Ordinary Course Professional shall not exceed \$1 million for the period prior to the conversion of, dismissal of, or entry of a confirmation in these Chapter 11 Cases” (the “Chapter 11 Period”), and that “in the event payment to any Ordinary Course Professional exceeds \$1 million during the Chapter 11 Period, such Ordinary Course Professional shall be required to file a retention application to be retained as a professional pursuant to sections 327 and 328 of the Bankruptcy Code. . . .” (the “OCP Cap”).

7. During the periods from May 13, 2010 through February 28, 2011 and April 1, 2011 through May 31, 2011, Fried Frank did not seek more than \$150,000 per month in

compensation for services rendered and expenses incurred and, pursuant to the Amended Ordinary Course Professional Order, was paid and compensated in the customary manner in accordance with Fried Frank's standard billing practices.

8. However, in March 2011, the Debtors required an increase in the services that were being performed by Fried Frank in connection with the Pinnacle matter. These services included, among other things, a UCC foreclosure and auction process. As a result, Fried Frank sought compensation for services rendered and reimbursement of expenses incurred for March 2011 in excess of the \$150,000 cap, pursuant to the Amended Ordinary Course Professionals Order.

9. In June 2011, Fried Frank determined that the aggregate amount of its fees and expenses accrued during the Chapter 11 Cases through the month of June 2011 would result in Fried Frank exceeding the OCP Cap. Thus, in accordance with the Amended Ordinary Course Professionals Order, on September 15, 2011, the Debtors filed the Application of the Debtors Pursuant to Section 327(e) of the Bankruptcy Code and Rule 2014 of the Federal Rules of Bankruptcy Procedure for Authorization to Modify the Procedures for Compensating and Reimbursing Fried, Frank, Harris, Shriver & Jacobson LLP, as Special Counsel to Debtors, Effective as of June 1, 2011 (the "Fried Frank Retention Application").

10. On October 5, 2011, the Court entered the Fried Frank Retention Order granting the relief sought in the Fried Frank Retention Application.

11. On December 14, 2011, Fried Frank filed the First Interim Fee Application seeking compensation for services rendered in the amount of \$460,514.50 and reimbursement of expenses incurred in the amount of \$21,286.87. Fried Frank subsequently agreed with the Fee

Committee to reduce such amounts by \$16,984.00 for professional services and \$578.07 in expenses.³

12. On May 21, 2012, Fried Frank filed the Second Interim Fee Application seeking compensation for services rendered in the amount of \$389,623.50 and reimbursement of expenses incurred in the amount of \$16,083.58. Subsequent to filing the Second Interim Fee Application, as Fried Frank was closing out the various matters, it was discovered by Fried Frank's accounting department that the fees and expenses related to the 325 West Broadway matter (described below) from October 27, 2011 through March 6, 2012 and the fees and expenses related to the Real Estate Structure matter (described below) from March 1, 2011 through March 31, 2011 had not been included in any monthly fee statements or either of Fried Frank's two interim fee applications and Fried Frank has not received any payments for such matters. Fried Frank, therefore, is applying herein for the approval and payment of fees in the amount of \$40,539.50 and expenses in the amount of \$44.95 related to the 325 West Broadway matter and for the approval and payment of fees in the amount of \$3,395.00 related to the Real Estate Structure matter.⁴

JURISDICTION AND VENUE

13. This Court has jurisdiction over the Final Fee Application pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue is proper before this Court pursuant to 28 U.S.C. § 1409.

³ See Stipulation Between Fried, Frank, Harris, Shriver & Jacobson LLP and the Fee Committee Regarding the First Interim Application for Compensation and Expenses for the Periods March 1, 2011 Through March 31, 2011 and June 1, 2011 Through September 30, 2011 [ECF No. 27727].

⁴ In addition to the numerous matters for which the Debtors had retained Fried Frank during the Compensation Period, Fried Frank was simultaneously engaged by non-Debtor Lehman entities on multiple other matters. At the time the 325 West Broadway matter commenced, it was not immediately clear whether this matter was a Debtor representation or a non-Debtor representation. Because the amount of fees and expenses related to the 325 West Broadway and Real Estate Structure matters is not materially significant, Fried Frank does not believe the Debtors will be prejudiced by their inclusion in this Final Fee Application. Fried Frank has provided detailed descriptions of both of the matters and all related time and expense details herein.

COMPLIANCE WITH APPLICABLE ORDERS AND GUIDELINES

14. This Final Fee Application has been prepared in compliance with the Interim Compensation Order, the Amended Ordinary Course Professionals Order, the Fried Frank Retention Order, the Bankruptcy Rules, the Local Rules, the Amended Guidelines, and the UST Guidelines. Pursuant to the Amended Guidelines, a certification regarding compliance is attached hereto as **Exhibit B**.

SUMMARY OF APPLICATION

15. Since its retention by the Debtors, Fried Frank has acted as counsel to the Debtors and has advised the Debtors with respect to numerous real estate related issues in the Chapter 11 Cases. As more fully described below, the professional services rendered by Fried Frank during the Compensation Period for the Debtors and their subsidiaries relate to various real estate and litigation matters (each, a “Representative Matter”) including, but not limited to, representing the Debtors in connection with matters involving properties, loans or joint venture interests held by the Debtors and their subsidiaries.

16. During the Compensation Period, the partners, counsel and associates of Fried Frank devoted 1,566.60 hours in the rendition of professional services on behalf of the Debtors. A schedule setting forth the number of hours expended by each of the partners, counsel and associates of Fried Frank accompanies this Final Fee Application as **Exhibit C**.

17. In addition, Fried Frank is requesting final approval for the reimbursement of disbursements in the amount of \$36,837.33 for expenses incurred and posted during the Compensation Period. With respect to the disbursements incurred and posted, Fried Frank has eliminated disbursements that are non-compensable. A schedule setting forth the categories of expenses for which Fried Frank is seeking reimbursement and the total amount for each expense category is attached hereto as **Exhibit D**.

18. Pursuant to section b.4. of the UST Guidelines, a schedule setting forth a description of the project categories utilized by Fried Frank in the Chapter 11 Cases, the number of hours expended by the partners, counsel and associates of Fried Frank by each Representative Matter, and the aggregate fees associated with each Representative Matter is attached hereto as **Exhibit E**.

19. There does not exist any agreement or understanding between Fried Frank and any other entity for the sharing of compensation to be received for services rendered in or in connection with the Chapter 11 Cases.

REASONABLE AND NECESSARY SERVICES RENDERED BY FRIED FRANK

20. Set forth below is a description of the services rendered during the Compensation Period. The attorneys of Fried Frank maintained daily detailed records of their time concurrently with the rendition of professional services. To the fullest extent possible, the details of each and every conference, telephone conversation, letter, memorandum, factual investigation, drafting activity and research project that occupied the time of a Fried Frank professional were set forth in such time records. Accompanying this Final Fee Application as **Exhibit F** are compilations of the contemporaneous daily time entries recorded by Fried Frank's attorneys during the Compensation Period. Those entries describe in full and complete detail the services rendered by each attorney, as corrected to reflect errors that were found in Fried Frank's review. Accordingly, the following is intended to serve as a summary description of the principal professional services Fried Frank rendered for the Debtors during the Compensation Period.

Pinnacle (Task Code 2300)

21. Fried Frank represented the Debtors in connection with their interest in three separate mezzanine loans that were secured by pledges of sole member interests in mortgage borrower LLCs which owned portfolios of residential apartments in New York City that were in default. During the Compensation Period, partners, counsel and associates of Fried Frank

coordinated the UCC foreclosure sale of the pledged interests in an auction held on March 25, 2011, and negotiated a cooperation agreement with the mezzanine borrowers to facilitate the UCC auction and transfer of control of the property. At the auction the Debtors purchased the pledged interests for two of the portfolios, and after the auction Fried Frank assisted the Debtors with assuming control of the properties. Following the foreclosure sale, the property was transferred to a non-debtor entity and Fried Frank no longer represented the Debtors in connection with this matter. During the Compensation Period, Fried Frank professionals and paraprofessionals devoted 387.00 hours in the rendition of professional services on behalf of the Debtors in connection with this matter.

Hudson Yards (Task Code 2300):

22. Fried Frank represented the Debtors in connection with a loan agreement and mortgage with 37-11 Development LLC and 1031 37-11 LLC that as of December 2008 had been in default. An action to foreclose on the mortgage was brought in December 2010. During the Compensation Period, Fried Frank spent a considerable amount of time researching and analyzing issues in connection with this defaulted loan and drafting a memorandum of law in support of the Debtors' motion for summary judgment on behalf of the Debtors with respect to the foreclosure of the mortgage on real property owned by 37-11 Development LLC and 1031 37-11 LLC. The Debtors filed their motion for summary judgment in June 2011.

23. In addition, Fried Frank researched and analyzed issues with respect to the preparation of a reply memorandum of law in support of the Debtors' motion for summary judgment. Fried Frank also spent time preparing for oral argument on the Debtors' motion for summary judgment. Following the New York State Supreme Court's award of summary judgment in favor of the Debtors, Fried Frank spent time preparing documents for the Referee who was appointed by the Court to compute the amount due to the Debtors under the loan.

During the Compensation Period, Fried Frank professionals devoted 361.10 hours in the rendition of professional services on behalf of the Debtors in connection with the Hudson Yards matter.

St. Vincents (Task Code 2300)

24. Fried Frank represented the Debtors in connection with the review of their junior loan documents and their rights under the co-lender agreement between the Union Labor Life Insurance Company, Inc. and the Debtors. During the Compensation Period, Fried Frank professionals and paraprofessionals devoted 13.60 hours in the rendition of professional services on behalf of the Debtors in connection with this matter.

Sandy Springs (Task Code 2300):

25. Fried Frank served as counsel to the Debtors in connection with the UCC foreclosure of a mezzanine loan and the related workout of a mortgage loan and the forbearance of the mortgage lender's exercise of its remedies thereunder. Services provided during the Compensation Period included the review and negotiation of a forbearance agreement and various ancillary agreements, commencement of a UCC foreclosure, review and coordination of title issues, negotiation and drafting of settlement agreements pertaining to mechanic's liens, preparation of organizational documents and resolutions, and attention to related post-foreclosure issues. During the Compensation Period, Fried Frank professionals devoted 311.30 hours in the rendition of professional services on behalf of the Debtors in connection with the Sandy Springs matter.

Broad Street (Task Code 2300):

26. Fried Frank represented the Debtors in connection with the preparation and negotiation of an access and release agreement with the owner and tenant of 41 Broad Street to obtain access to the building and property located at 41 Broad Street. Access was required to

perform work on the adjacent building located at 25 Broad Street. The access and release agreement, which was executed on March 19, 2012, also obtained the release of all claims by the owner of 41 Broad Street and its tenant relating to the failure of the Debtors to seal and make water-tight the southern wall of 41 Broad Street at the time the building on the 45 Broad Street site was demolished. During the Compensation Period, Fried Frank professionals devoted 202.70 hours in the rendition of professional services on behalf of the Debtors in connection with the Broad Street matter.

237 Park (Task Code 2300):

27. Fried Frank represented the Debtors in connection with the review of the history of land use approvals and current status of certain features of a building located at 237 Park Avenue, New York, New York, including the atrium, the loading dock, and the building's size and massing. A detailed memorandum summarizing these issues was prepared for the Debtors. During the Compensation Period, Fried Frank professionals devoted 45.60 hours in the rendition of professional services on behalf of the Debtors in connection with the 237 Park matter.

Real Estate Structure (Task Code 2300)

28. As explained in paragraph 12 above, the fees and expenses related to the Real Estate Structure matter were not included in any monthly fee statements or either of Fried Frank's two interim fee applications and Fried Frank has not received any payments for such fees and expenses. Fried Frank represented the Debtors in connection with the negotiation of an engagement letter between LCOR, Inc. ("LCOR"), a real estate investment and development company in which the Debtors held an ownership stake, and Morgan Stanley. The engagement letter was in connection with the sale of the Debtors' interest in LCOR. During the Compensation Period, Fried Frank professionals devoted 3.50 hours in the rendition of

professional services on behalf of the Debtors in connection with the Real Estate Structure matter.

325 West Broadway (Task Code 2300)

29. As explained in paragraph 12 above, the fees and expenses related to the 325 West Broadway matter were also not included in any monthly fee statements or either of Fried Frank's two interim fee applications and Fried Frank has not received any payments for such fees and expenses. Fried Frank represented the Debtors in connection with the preparation and negotiation of various license agreements with the owners of the properties adjacent to a building located at 325 West Broadway, New York, New York (including, without limitation, 53 Grand Street and 27 Wooster Street), in order to obtain access to the adjacent buildings and properties. Access was required to perform work on the buildings located at 325 West Broadway. In addition, Fried Frank represented the Debtors in connection with the preparation and negotiation of a reciprocal license agreement with the owners of 27 Wooster Street to address access requirements of 27 Wooster Street with respect to 325 West Broadway in connection with work to be performed by the owners of 27 Wooster Street. During the Compensation Period, Fried Frank professionals devoted 58.60 hours in the rendition of professional services on behalf of the Debtors in connection with the 325 West Broadway matter.

Retention Application (Task Code 4700)

30. Because Fried Frank exceeded the OCP Cap, it was required to file a retention application pursuant to the Amended Ordinary Course Professionals Order. In connection with the preparation of the Fried Frank Retention Application, Fried Frank expended a significant amount of time and effort conducting the conflict check necessary for Fried Frank's retention. The conflict check included the review of the names of thousands of entities for potential conflicts with the Debtors in order to comply with the disclosure requirements of Rule 2014 of

the Federal Rules of Bankruptcy Procedure and to ensure that Fried Frank does not represent or hold any interest adverse to the Debtors or to the Debtors' estates with respect to any matter on which Fried Frank was to be employed. During the Compensation Period, Fried Frank professionals and paraprofessionals devoted 129.00 hours in the rendition of such services on behalf of the Debtors in connection with the preparation of the Fried Frank Retention Application.

Fee Statements and Fee Applications (Task Code 4600)

31. During the Compensation Period, Fried Frank professionals and paraprofessionals also devoted 54.20 hours of professional services preparing Fried Frank's First Monthly Statement, which covered the period from June 1, 2011 through August 30, 2011. Preparation of Fried Frank's First Monthly Statement required significant time and attention in order to comply with all requirements and guidelines promulgated by the Fee Committee and the Court.

32. Recognizing the relatively large amount of hours billed to the Debtors by Fried Frank in connection with the preparation of the Fried Frank Retention Application and Fried Frank's First Monthly Fee Statement, Fried Frank voluntarily agreed with the Debtors to reduce the aggregate amount of compensation requested for this matter by \$52,045.00. In addition, after August 2011, Fried Frank did not charge the Debtors for any professional services rendered or the reimbursement of expenses incurred with respect to the preparation of any of its subsequent monthly fee statements or any of its fee applications.

FRIED FRANK'S FEES AND EXPENSES ARE FAIR AND REASONABLE

33. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, Fried Frank believes that the total fees and expenses for the Compensation Period are fair and reasonable in view of the time spent, the complexity and intricacy of the proceedings, and the problems and issues encountered. Notably, Fried Frank has avoided duplication of efforts and has spent its time economically and efficiently in these Chapter 11 Cases. Therefore, in

accordance with the factors enumerated in section 330(a)(3) of the Bankruptcy Code, Fried Frank believes that the compensation sought herein should be approved on a final basis.

APPLICABLE AUTHORITY

34. In awarding compensation pursuant to sections 327 and 328 of the Bankruptcy Code, this Court must take into account the reasonableness of the terms and conditions of employment. Section 328(a) of the Bankruptcy Code provides:

(a) The trustee, or a committee appointed under section 1102 of this title, with the court's approval, may employ or authorize the employment of a professional person under section 327 or 1103 of this title, as the case may be, on any reasonable terms and conditions of employment, including on a retainer, on an hourly basis, on a fixed or percentage fee basis, or on a contingent fee basis. Notwithstanding such terms and conditions, the court may allow compensation different from the compensation provided under such terms and conditions after the conclusion of such employment, if such terms and conditions prove to have been improvident in light of developments not capable of being anticipated at the time of the fixing of such terms and conditions.

11 U.S.C. § 328(a).

35. In awarding compensation to professionals pursuant to section 330 of the Bankruptcy Code, this court must take into account the cost of comparable non-bankruptcy services, among other factors. Section 330(a) of the Bankruptcy Code provides in pertinent part:

(a) (1) . . . [T]he court may award to a trustee, . . . an examiner, . . . or a professional person employed under section 327 or 1103 –

(A) reasonable compensation for actual, necessary services rendered by the trustee, examiner, ombudsman, professional person, or attorney and by any paraprofessional person employed by any such person; and

(B) reimbursement for actual, necessary expenses.

. . . .

(3) In determining the amount of reasonable compensation to be awarded to an examiner, trustee under chapter 11, or professional person, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

(A) the time spent on such services;

(B) the rates charged for such services;

(C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;

(D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;

(E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and

(F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a).

36. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, Fried Frank respectfully submits that the fees and expenses incurred in the course of rendering professional services are actual, necessary and reasonable, based upon the nature, extent and value of such services, the time spent thereon, and the costs of comparable services in non-bankruptcy cases, so as to best serve the needs of the Debtors' estates. Fried Frank submits further that the legal services performed herein among partners and associates have been executed in accordance with the principles outlined above, and moreover, in a manner consistent with the overall goal of Fried Frank to provide the highest quality of legal representation at a reasonable cost. Fried Frank has demonstrated by this Final Fee Application that the work it has done on behalf of the Debtors was necessary, reasonable and benefits the Debtors' estates.

37. This Final Fee Application clearly reflects (a) the number of hours of recorded time Fried Frank has devoted to the performance of legal services; (b) the number of hours worked by each of Fried Frank's professionals and the hourly rate customarily charged by such persons; (c) a detailed description of the services provided by Fried Frank's professionals during

each of those hours; and (d) the quality and nature of the services provided by each of Fried Frank's professionals. Fried Frank submits that its fees and expenses were actual, necessary, reasonable and justified and therefore, should be allowed in full.

COMPENSATION REQUESTED

38. During the Compensation Period, 1,566.60 hours were expended by Fried Frank's partners, counsel and associates in the rendition of Fried Frank's professional services.

39. Fried Frank believes that its services were rendered in a highly efficient manner, by attorneys with high levels of skill in the areas for which they rendered services. The various Fried Frank attorneys working on these matters have expended considerable time in connection with advancing the interests of the Debtors.

40. For all the foregoing reasons, Fried Frank respectfully requests final approval and allowance of its compensation in the amount of \$877,088.50, with an authorization for, and direction to, the Debtors to disburse such amounts to Fried Frank (to the extent not previously disbursed). This Final Fee Application is Fried Frank's final fee application for allowance of fees and disbursements incurred by Fried Frank as special counsel to the Debtors. An allowance of compensation in the amount sought in this Final Fee Application would result in blended aggregate average billing rates of approximately \$603.93 per hour (including paraprofessionals) and \$625.64 per hour (excluding paraprofessionals).

EXPENSES

41. As noted above, Fried Frank incurred and posted disbursements in the amount of \$36,837.33 for actual and necessary expenses incurred and recorded during the Compensation Period. These disbursements are itemized in **Exhibit D**.

42. Fried Frank's billing rates do not include components for duplicating, word processing and other extraordinary charges that may be incurred by particular clients because of the exigencies of time and volume of demand. Fried Frank's billing method, whereby only the

clients who use copying, word processing and other office services are charged for such services, maximizes fairness to all clients. Fried Frank commenced a review to determine its actual costs per page for duplicating. Such review determined that, at the present time, Fried Frank's actual duplicating costs are \$0.12 per page, however, Fried Frank is only seeking reimbursement of duplicating charges in this Final Fee Application at the rate of \$0.10 per page in accordance with the guidelines promulgated by the Fee Committee in these Chapter 11 Cases.

43. Fried Frank's attorneys and other employees who worked late into the evenings were reimbursed for their reasonable meal costs and their transportation costs home. Such transportation costs are necessary expenses because it is a Fried Frank policy to ensure safe transportation for its attorneys and staff after the hours when public transportation cannot be deemed safe. Fried Frank's regular practice is to charge its clients for these and other out-of-pocket disbursements incurred during the regular course of the rendition of services.

44. Fried Frank made every effort to minimize its disbursements in providing its legal services to the Debtors. The expenses incurred in the rendition of professional services were necessary, reasonable and justified under the circumstances to serve the needs of the Debtors and were billed at rates and in accordance with practices customarily employed by Fried Frank and generally accepted by Fried Frank's clients.

NOTICE

45. No trustee has been appointed in these Chapter 11 Cases. Fried Frank has served notice of this Final Fee Application in accordance with the Interim Compensation Order on: (i) the U.S. Trustee; (ii) the Chair of the Fee Committee; (iii) the Debtors and their attorneys; and (iv) the attorneys for the Creditors' Committee. Fried Frank submits that no other or further notice need be provided.

CONCLUSION

46. Although every effort has been made to include all fees and expenses incurred during the Compensation Period, some fees and expenses might not be included in this Final Fee Application due to delays caused by accounting processing procedures. Fried Frank reserves the right to make further application to this Court for allowance of such fees and expenses not included herein. Subsequent fee applications will be filed in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the Interim Compensation Order, the Amended Ordinary Course Professionals Order and the Fried Frank Retention Order.

47. For the reasons set forth above, Fried Frank respectfully submits that the professional services rendered and disbursements incurred and posted on behalf of the Debtors were of substantial benefit to the Debtors and their creditors. Fried Frank submits further that it provided such services in an economical and efficient manner. Accordingly, Fried Frank respectfully requests that the relief requested in this Final Fee Application be granted in full.

[Remainder of page intentionally left blank.]

WHEREFORE, Fried Frank requests that it be allowed and paid on a final basis compensation for its fees and expenses in the total amount of \$913,925.83 consisting of (a) \$877,088.50 for reasonable and necessary professional services rendered by Fried Frank, and (b) \$36,837.33 for actual and necessary expenses incurred on behalf of the Debtors. Fried Frank further requests that the total amount of \$913,925.83 be paid as an administrative expense of the Debtors' estates.

Dated: New York, New York
June 29, 2012

FRIED, FRANK, HARRIS, SHRIVER
& JACOBSON LLP

By: /s/ Bonnie Steingart
Bonnie Steingart

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*Special Counsel for the Debtors and
Debtors in Possession*

Exhibit A

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
: **Chapter 11 Case No.**
: **08-13555 (JMP)**
: **(Jointly Administered)**
: **Debtors.**
: **LEHMAN BROTHERS HOLDINGS INC., et al.,**
: **In re**
-----X

**ORDER PURSUANT TO SECTION 327(e) OF
THE BANKRUPTCY CODE AND RULE 2014 OF THE
FEDERAL RULES OF BANKRUPTCY PROCEDURE AUTHORIZING
THE MODIFICATION OF THE PROCEDURES FOR COMPENSATING
AND REIMBURSING FRIED, FRANK, HARRIS, SHRIVER & JACOBSON LLP,
AS SPECIAL COUNSEL TO DEBTORS, EFFECTIVE AS OF JUNE 1, 2011**

Upon consideration of the application, dated September 15, 2011 (the "Application"),¹ of Lehman Brothers Holdings Inc. and its affiliated debtors in the above-captioned chapter 11 cases, as debtors in possession (collectively, the "Debtors"), pursuant to section 327(e) of title 11 of the United States Code (the "Bankruptcy Code") and Rule 2014(a) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") for authorization to modify the procedures for compensating and reimbursing Fried, Frank, Harris, Shriver & Jacobson LLP ("Fried Frank") as special counsel to the Debtors, effective as of June 1, 2011; and upon the declaration of Janice Mac Avoy (the "Mac Avoy Declaration"), annexed as Exhibit A to the Application; and the Court being satisfied, based on the representations made in the Application and the Mac Avoy Declaration, that Fried Frank does not represent or hold any interest adverse to the Debtors or the Debtors' estates with respect to the matters upon which it is to be engaged, under section 327(e) of the Bankruptcy Code as modified by section 1107(b); and the Court having determined that Fried Frank is eligible for employment as special counsel to the Debtors; and

¹ Capitalized terms that are used but not defined in this order have the meanings ascribed to them in the Application.

the Court having jurisdiction to consider the Application and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting C.J.); and the Court having determined that consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been provided in accordance with the procedures set forth in the second amended order entered June 17, 2010 governing case management and administrative procedures [ECF No. 9635], to (i) the United States Trustee for the Southern District of New York; (ii) the attorneys for the Official Committee of Unsecured Creditors; (iii) the Securities and Exchange Commission; (iv) the Internal Revenue Service; (v) the United States Attorney for the Southern District of New York; (vi) Fried Frank and (vii) all parties who have requested notice in these chapter 11 cases, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Application is in the best interests of the Debtors, their estates and their creditors, and all parties in interest and that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Application is approved as set forth herein; and it is further

ORDERED that pursuant to section 327(e) of the Bankruptcy Code, the employment and retention of Fried Frank as special counsel to the Debtors is hereby authorized and approved on the terms set forth in the Application and this Order, for the Representative

Matters identified in the Application and in accordance with Fried Frank's customary rates in effect from time to time and its disbursement policies; and it is further

ORDERED that Fried Frank shall, solely with respect to fees and expenses to be paid to Fried Frank in excess of \$1 million, apply for compensation and reimbursement of expenses in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code, applicable Bankruptcy Rules, the Local Rules and orders of the Court, guidelines established by the U.S. Trustee, and such other procedures that have been or may be fixed by order of this Court, including but not limited to the Court's Fourth Amended Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a) Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals [ECF No. 15997], the Court's Order Amending the Fee Protocol [ECF No. 15998], and General Order M-389; and it is further

ORDERED that to the extent this Order is inconsistent with the Application, this Order shall govern; and it is further

ORDERED that the Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Dated: New York, New York
October 5, 2011

s/ James M. Peck
Honorable James M. Peck
United States Bankruptcy Judge

Exhibit B

Bonnie Steingart, Esq.
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*Special Counsel for the Debtors and Debtors in
Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
	:
In re	:
	:
LEHMAN BROTHERS HOLDINGS INC., et al.,	:
	:
Debtors.	:
	:
	:
-----X	

**Chapter 11 Case No.
08-13555 (JMP)
(Jointly Administered)**

**CERTIFICATION OF RESPONSIBLE PROFESSIONAL WITH RESPECT TO FINAL
FEE APPLICATION OF FRIED, FRANK, HARRIS, SHRIVER & JACOBSON LLP,
SPECIAL COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION, FOR
FINAL ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES
RENDERED AND FOR REIMBURSEMENT OF ACTUAL AND NECESSARY
EXPENSES INCURRED FROM (I) MARCH 1, 2011 THROUGH MARCH 31, 2011, AND
(II) JUNE 1, 2011 THROUGH MARCH 6, 2012**

Pursuant to the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases, adopted by the United States Bankruptcy Court for the Southern District of New York on November 25, 2009 (the “Amended Guidelines”) and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 (the “UST Guidelines”), the undersigned, a member of the firm of Fried, Frank, Harris, Shriver & Jacobson LLP (“Fried Frank”), counsel to Lehman Brothers Holdings Inc. (“LBHI”) and its affiliated debtors in the above-captioned cases (the “Chapter 11 Cases”) under chapter 11 of title

11 of the United States Code, as debtors and debtors in possession (together, the “Debtors” and collectively with their non-debtor affiliates, “Lehman”), as the professional designated by Fried Frank with responsibility for compliance with the Amended Guidelines, hereby states, with respect to Fried Frank’s final fee application (the “Final Fee Application”) for (a) final allowance and payment of compensation in the amount of \$877,088.50 for the reasonable and necessary legal services rendered by Fried Frank on behalf of the Debtors during the Compensation Period,¹ and (b) final allowance and reimbursement in the amount of \$36,837.33 for the actual and necessary expenses incurred and posted during the Compensation Period,² as follows:

1. In accordance with Section A.1. of the Amended Guidelines, I certify that
 - A. I have read the Final Fee Application;
 - B. to the best of my knowledge, information and belief (formed after reasonable inquiry), the fees and disbursements sought by Fried Frank fall within the Amended Guidelines and the UST Guidelines and, except as may be specifically noted in this certification, the fees and disbursements sought by Fried Frank are billed at rates and in accordance with practices customarily employed by Fried Frank and generally accepted by Fried Frank’s clients; and
 - C. in providing a reimbursable service, Fried Frank does not make a profit on that service, whether the service is performed by Fried Frank in-house or through a third party.

2. I certify that, except as set forth in paragraph 8 of the First Interim Fee Application, paragraph 11 of the Second Interim Fee Application, and paragraph 12 of the Final Fee Application, in accordance with Section A.2 of the Amended Guidelines, Fried Frank has provided monthly statements of Fried Frank’s fees and disbursements by serving monthly statements in compliance with (i) the Fourth Amended Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a) Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals, dated April 14, 2011

¹ Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Final Fee Application.

² Fried Frank reserves the right to make further application to this Court for allowance of fees and expenses not included in any prior fee statement or interim fee application as a result of delays caused by accounting processing procedures.

[ECF No. 15997] (the “Interim Compensation Order”), (ii) the Amended Order Pursuant to Sections 105(a), 327, 328 and 330 of the Bankruptcy Code Authorizing the Debtors to Employ Professionals Utilized in the Ordinary Course of Business, dated March 25, 2010 [ECF No. 7822] (the “Amended Ordinary Course Professionals Order”), (iii) the order of the Court, dated October 5, 2011, pursuant to sections 327(e) and 328 of title 11 of the United States Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure and Local Rule 2014-1 of the Local Rules of Bankruptcy Procedure of the United States Bankruptcy Court for the Southern District of New York, modifying the procedures for compensating and reimbursing Fried, Frank, Harris, Shriver & Jacobson LLP as special counsel to the Debtors, effective as of June 1, 2011 [ECF No. 20586] (the “Fried Frank Retention Order”), and (iv) Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 2016-1 of the Local Bankruptcy Rules for the Southern District of New York (the “Local Rules”).

3. In accordance with Section A.3 of the Amended Guidelines, I certify that notice of the Final Fee Application has been provided to: (a) the Debtors; (b) the Office of the United States Trustee for the Southern District of New York; (c) counsel to the Official Committee of Unsecured Creditors; and (d) the chairman of the Fee Committee (as defined in the Interim Compensation Order).

4. Pursuant to the Amended Guidelines, Fried Frank did not charge for daytime meals unless the individual was participating, during the meal, in a necessary meeting regarding the Chapter 11 Cases. Fried Frank expense reporting forms and computer categories do not put into separate categories meals that were chargeable because the Fried Frank professional was working overtime, on the one hand, or because the meal was consumed at a working meeting, on the other. While technically it would be possible to manually review every expense reporting form for every professional who had worked on the Chapter 11 Cases during the Compensation

Period to ascertain the place, type of meal, and participants at each meal for which reimbursement is sought, this would be an extremely burdensome and expensive undertaking. Thus, Fried Frank cannot practicably segregate the expense incurred with respect to overtime meals and meals consumed at a working meeting.

5. Consistent with the Amended Guidelines, Fried Frank has made every effort to minimize its use of local transportation and relies on mass transit whenever possible. Fried Frank's expense reporting forms and computer categories do not separately categorize expenses for radio car or taxi rides that were chargeable because the Fried Frank professional was working overtime, on the one hand, or because the professional was going to or coming from a meeting, on the other. While it would be technically possible (although very expensive) to manually review all of the radio car vouchers to ascertain the time, origin, and destination of the trip, even this would be especially impracticable with respect to trips in taxicabs for which the fare was paid in cash. Thus, Fried Frank cannot practicably segregate the expense incurred with respect to transportation after working overtime and with respect to local transportation. For this reason, all chargeable transportation expenses have been placed in the same category.

Dated: New York, New York
June 29, 2012

FRIED, FRANK, HARRIS, SHRIVER
& JACOBSON LLP

By: /s/ Bonnie Steingart
Bonnie Steingart

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*Special Counsel for the Debtors and
Debtors in Possession*

Exhibit C

**COMPENSATION BY PROFESSIONAL DURING THE PERIODS FROM (I) MARCH
1, 2011 THROUGH MARCH 31, 2011, AND
(II) JUNE 1, 2011 THROUGH MARCH 6, 2012**

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate during Compensation Period¹	Total Hours Billed during Compensation Period	Total Compensation Requested during Compensation Period
Donald Carleen	Joined firm in 1983 and became a Partner in 1987. Member of NY Bar since 1983.	\$970.00	0.20	\$194.00
Meyer Last	Joined firm in 1987 and became a Partner in 1991. Member of NY Bar since 1983.	\$970.00/ \$995.00	3.60	\$3,567.00
Janice Mac Avoy	Joined firm in 1988 and became a Partner in 1996. Member of NY Bar since 1989.	\$970.00/ \$995.00	91.10	\$88,442.00
Jonathan L. Mechanic	Joined firm in 1978 and became a Partner in 1987. Member of NY Bar since 1978.	\$995.00/ \$1,025.00	13.00	\$13,037.00
Lee S. Parks	Joined firm in 1984 and became a Partner in 1991. Member of NY Bar since 1984.	\$970.00	5.10	\$4,947.00
Carol Rosenthal	Joined firm as a Partner in 2007. Member of NY Bar since 1984.	\$940.00	1.30	\$1,222.00
Richard A. Wolfe	Joined firm in 1988 and became a Partner in 1995. Member of NY Bar since 2005.	\$970.00	1.40	\$1,358.00
Alan Resnick	Joined firm as Of Counsel in 1989. Member of NY Bar since 1973.	\$1,000.00	2.00	\$2,000.00
Adrienne Bernard	Joined firm as Special Counsel in 2003. Member of NY Bar since 1983.	\$760.00/ \$795.00	171.90	\$132,586.50
John A. Borek	Joined firm in 1984 and became Special Counsel in 1997. Member of NY Bar since 1982.	\$760.00/ \$795.00	14.00	\$10,745.00

¹ The hourly rates of certain Fried Frank attorneys increased on September 1, 2011 and January 1, 2012.

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate during Compensation Period ¹	Total Hours Billed during Compensation Period	Total Compensation Requested during Compensation Period
Kalman Ochs	Joined firm in 1995 and became Special Counsel in 2005. Member of NY Bar since 1996.	\$735.00	26.40	\$19,404.00
Michael Alexander	Joined firm as an Associate in 2007. Member of NY Bar since 2005.	\$645.00	30.90	\$19,930.50
Nazar Altun	Joined firm as an Associate in 2004. Member of NY Bar since 2005.	\$645.00/ \$660.00/ \$690.00	112.40	\$73,206.00
Jonathan Bashi	Joined firm as an Associate in 2008. Member of NY Bar since 2008.	\$460.00	137.10	\$63,066.00
Zachary Bernstein	Joined firm as an Associate in 2008. Member of NY Bar since 2006.	\$610.00/ \$645.00	49.70	\$31,234.00
Michele Chirco	Joined firm as an Associate in 2010. Member of NY Bar since 2009.	\$460.00	24.50	\$11,270.00
Ilana Ettinger	Joined firm as an Associate in 2011. Member of NY Bar since 2012.	\$395.00	14.40	\$5,688.00
Andrew Falevich	Joined firm as an Associate in 2005. Member of NY Bar since 2005.	\$610.00	1.00	\$610.00
Kara Friedman	Joined firm as an Associate in 2005. Member of NY Bar since 2006.	\$610.00	0.80	\$488.00
Andrew Frohlich	Joined firm as an Associate in 2011. Member of NY Bar since 2011.	\$395.00	9.60	\$3,792.00
David Gartenberg	Joined firm as an Associate in 2011. Member of NY Bar since 2011.	\$395.00	3.20	\$1,264.00

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate during Compensation Period ¹	Total Hours Billed during Compensation Period	Total Compensation Requested during Compensation Period
Tal Golomb	Joined firm as an Associate in 2007. Member of NY Bar since 2003.	\$660.00	11.10	\$7,326.00
Adam Gottlieb	Joined firm as an Associate in 2005. Member of NY Bar since 2005.	\$610.00	4.50	\$2,745.00
Nathan Grow	Joined firm as an Associate in 2010. Member of NY Bar since 2010.	\$580.00	74.40	\$43,152.00
Aaron Kleinman	Joined firm as an Associate in 2010. Member of NY Bar since 2010.	\$460.00	12.00	\$5,520.00
Rachel Kravitz	Joined firm as an Associate in 2008. Member of NY Bar since 2009.	\$520.00/ \$550.00/ \$575.00	157.00	\$85,799.00
Gabriel Libhart	Joined firm as an Associate in 2010. Member of NY Bar since 2010.	\$460.00	66.90	\$30,774.00
Laurinda Martins	Joined firm as an Associate in 2011. Not admitted in NY. Member of FL Bar since 2004. Member of DC Bar since 2010.	\$645.00/ \$660.00/ \$690.00	172.60	\$113,605.50
Nicole Naghi	Joined firm as an Associate in 2010. Member of NY Bar since 2010.	\$460.00	41.30	\$18,998.00
Kenneth Rosenfeld	Joined firm as an Associate in 2006. Member of NY Bar since 2006.	\$580.00	0.90	\$522.00
Kristina Runje	Joined firm as an Associate in 2004. Member of NY Bar since 2005.	\$660.00/ \$690.00	40.20	\$26,538.00
Mark Siegmund	Joined firm as an Associate in 2008. Member of NY Bar since 2009.	\$520.00	27.70	\$14,404.00

Name of Professional Individual	Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice	Hourly Billing Rate during Compensation Period ¹	Total Hours Billed during Compensation Period	Total Compensation Requested during Compensation Period
Robert Sitman	Joined firm as an Associate in 2008. Member of NY Bar since 2009.	\$520.00/ \$550.00/ \$575.00	145.40	\$80,990.50
Steven Starr	Joined firm as an Associate in 2011. Member of NY Bar since 2010.	\$460.00	1.40	\$644.00
Filipina Balahadia	Paraprofessional since 2001.	\$295.00	26.10	\$7,699.50
Patrick Foote	Paraprofessional since 1995.	\$295.00	43.30	\$12,773.50
Richard B. Goldstein	Paraprofessional since 1999.	\$295.00	2.50	\$737.50
Bonita McDuffie	Paraprofessional since 1989.	\$255.00	2.20	\$561.00
Christopher McSweeney	Paraprofessional since 2010.	\$200.00	10.40	\$2,080.00
Joseph Meland	Paraprofessional since 2008.	\$255.00	0.50	\$127.50
David A. Palmer	Paraprofessional since 2004.	\$295.00	4.50	\$1,327.50
Ann Sherman	Library staff since 2007.	\$230.00	0.90	\$207.00
Edward Strecker	Managing Clerk since 2010.	\$295.00	1.00	\$295.00
Michael Vandenberg	Paraprofessional since 2010.	\$200.00	6.20	\$1,240.00
SUBTOTAL			1,566.60	\$946,117.50
Less Voluntary Reduction of June 1, 2011 through September 30, 2011 Fees				(\$52,045.00)
Less Reduction to First Interim Fee Application Fees Pursuant to Stipulation with Fee Committee				(\$16,984.00)
TOTAL FEES REQUESTED				\$877,088.50

Blended Rate (including paraprofessionals): \$603.93

Blended Rate (excluding paraprofessionals): \$625.64

Exhibit D

**EXPENSE SUMMARY DURING THE PERIODS FROM (I)
MARCH 1, 2011 THROUGH MARCH 31, 2011, AND
(II) JUNE 1, 2011 THROUGH MARCH 6, 2012**

<u>Nature of Disbursements</u>	<u>Amount</u>
Corporation Service	\$3,836.49
Courier Service	\$126.65
Court Filing Fees	\$140.00
Court Reporting	\$252.00
Data Research - MA	\$1,403.88
Data Research	\$2,579.20
Duplicating	\$3,502.46
External Duplicating	\$76.21
Filing Fees	\$101.75
Lexis	\$7,198.94
Local Transportation (taxis)	\$790.23
Meals	\$332.82
Outside Messenger Service	\$426.65
Pinnacle Foreclosure Auction Expenses ¹²	\$16,368.40
Postage	\$4.51
Teleconferencing	\$203.62
Travel, Airfare, and Other Transportation	\$57.19
Word Processing	\$14.40
SUBTOTAL	\$37,415.40
Less Reduction to First Interim Fee Application Expenses Pursuant to Stipulation with Fee Committee	(\$578.07)
Total Expenses Requested	\$36,837.33

¹² These expenses relate to a foreclosure auction held on March 24, 2011 in connection with the Pinnacle matter and include: (i) an advertisement placed in the Wall Street Journal, dated March 9, 2011, regarding the foreclosure auction, and (ii) auctioneer services performed by Paramount Realty USA LLC on March 24, 2011 in connection with the foreclosure auction.

Exhibit E

PINNACLE

<u>Partners</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Carleen, D.	0.2	\$194.00
Last, M.	0.6	\$582.00
Mac Avoy, J.	44.60	\$43,262.00
Parks, L.	1.6	\$1,552.00
Wolfe, R.	0.3	\$291.00
Total Partners	47.30	\$45,881.00
<u>Associates</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Alexander, M.	26.10	\$16,834.50
Bashi, J.	137.10	\$63,066.00
Chirco, M.	24.50	\$11,270.00
Falevich, A.	1.00	\$610.00
Gartenberg, D.	3.20	\$1,264.00
Gottlieb, A.	4.50	\$2,745.00
Martins, L.	62.30	\$40,183.50
Rosenfeld, K.	0.90	\$522.00
Total Associates	259.60	\$136,495.00
<u>Paraprofessionals</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Balahadia, F.	10.50	\$3,097.50
Foote, P.	43.30	\$12,773.50
Goldstein, R.	2.50	\$737.50
McDuffie, B.	2.20	\$561.00
McSweeney, C.	10.40	\$2,080.00
Meland, J.	0.50	\$127.50
Palmer, D.	4.50	\$1,327.50
Vandenberg, M.	6.20	\$1,240.00
Total Paraprofessionals	80.10	\$21,944.50
CUMULATIVE TOTALS	387.00	\$204,320.50

HUDSON YARDS

<u>Partners</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Mac Avoy, J.	23.70	\$23,064.00
Total Partners	23.70	\$23,064.00
<u>Counsels</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Borek, J.	14.00	\$10,745.00
Total Counsels	14.00	\$10,745.00
<u>Associates</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Altun, N.	112.40	\$73,206.00
Kravitz, R.	153.10	\$83,654.00
Naghi, N.	41.30	\$18,998.00
Total Associates	306.80	\$175,858.00
<u>Paraprofessionals</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Balahadia, F.	15.60	\$4,602.00
Strecker, E.	1.00	\$295.00
Total Paraprofessionals	16.60	\$4,897.00
CUMULATIVE TOTALS	361.10	\$214,564.00

ST. VINCENTS

<u>Partners</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Mac Avoy, J.	2.40	\$2,328.00
Total Partners	2.40	\$2,328.00
 <u>Associates</u>	 <u>HOURS</u>	 <u>TOTAL FEES</u>
Martins, L.	4.30	\$2,773.50
Siegmund, M.	6.90	\$3,588.00
Total Associates	11.20	\$6,361.50
 CUMULATIVE TOTALS	 13.60	 \$8,689.50

SANDY SPRINGS

<u>Partners</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Mac Avoy, J.	18.30	\$17,751.00
Last, M.	3.00	\$2,985.00
Wolfe, R.	1.10	\$1,067.00
Total Partners	22.40	\$21,803.00
<u>Associates</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Alexander, M.	4.80	\$3,096.00
Friedman, K.	0.80	\$488.00
Frohlich, A.	9.60	\$3,792.00
Martins, L.	105.20	\$70,132.50
Siegmund, M.	20.8	\$10,816.00
Sitman, R.	145.40	\$80,990.50
Starr, S.	1.40	\$644.00
Total Associates	288.00	\$169,959.00
<u>Paraprofessionals</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Sherman, A.	0.90	\$207.00
Total Paraprofessionals	0.90	\$207.00
CUMULATIVE TOTALS	311.30	\$191,969.00

BROAD STREET

<u>Partners</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Mac Avoy, J.	1.40	\$1,358.00
Mechanic, J.	13.00	\$13,037.00
Rosenthal, C.	1.30	\$1,222.00
Total Partners	15.70	\$15,617.00
<u>Counsels</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Bernard, A.	122.30	\$94,621.00
Total Counsels	122.30	\$94,621.00
<u>Associates</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Bernstein, Z.	49.70	\$31,234.00
Golomb, T.	11.10	\$7,326.00
Kravitz, R.	3.90	\$2,145.00
Total Associates	64.70	\$40,705.00
CUMULATIVE TOTALS	202.70	\$150,943.00

237 PARK

<u>Counsels</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Bernard, A.	31.20	\$23,964.00
Total Counsels	31.20	\$23,964.00
 <u>Associates</u>	 <u>HOURS</u>	 <u>TOTAL FEES</u>
Ettinger, I.	14.40	\$5,688.00
Total Associates	14.40	\$5,688.00
 CUMULATIVE TOTALS	 45.60	 \$29,652.00

REAL ESTATE STRUCTURE

<u>Partners</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Parks, L.	3.50	\$3,395.00
Total Partners	3.50	\$3,395.00
CUMULATIVE TOTALS	3.50	\$3,395.00

325 WEST BROADWAY

	<u>HOURS</u>	<u>TOTAL FEES</u>
<u>Counsels</u>		
Bernard, A.	18.40	\$14,001.50
Total Counsels	18.40	\$14,001.50
<u>Associates</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Runje, K.	40.20	\$26,538.00
Total Associates	40.20	\$26,538.00
CUMULATIVE TOTALS	58.60	\$40,539.50

RETENTION APPLICATION

<u>Partners</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Mac Avoy, J.	0.70	\$679.00
Total Partners	0.70	\$679.00
<u>Counsels</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Ochs, K.	18.40	\$13,524.00
Resnick, A.	2.00	\$2,000.00
Total Counsels	20.40	\$15,524.00
<u>Associates</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Grow, N.	73.80	\$42,804.00
Kleinman, P.	4.30	\$1,978.00
Libhart, G.	29.80	\$13,708.00
Total Associates	107.90	\$58,490.00
CUMULATIVE TOTALS	129.00	\$74,693.00

FEE STATEMENTS AND FEE APPLICATIONS

<u>Counsels</u>	<u>HOURS</u>	<u>TOTAL FEES</u>
Ochs, K.	8.00	\$5,880.00
Total Counsels	8.00	\$5,880.00
 <u>Associates</u>	 <u>HOURS</u>	 <u>TOTAL FEES</u>
Grow, N.	0.60	\$348.00
Kleinman, A.	7.70	\$3,542.00
Libhart, G.	37.10	\$17,066.00
Martins, L.	0.80	\$516.00
Total Associates	46.20	\$21,472.00
 CUMULATIVE TOTALS	 54.20	 \$27,352.00

Exhibit F

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 1

Client: Lehman
Matter: Pinnacle

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/01/11	Janice Mac Avoy	Revising agreement (0.6); office conferences with team (0.3); telephone conference with PH (0.3).	1.20	1,164.00
03/01/11	Richard A. Wolfe	T/c with Laurinda Martins re transfer tax issues.	0.30	291.00
03/01/11	Laurinda Martins	Exchange of emails TC w J.Palmer re comments to the cooperation agreement (0.3); exchange of emails re pending items (0.3); review and revise cooperation agreement (2.9); TC w. R. Wolfe re transfer tax issues (0.3); discussions regarding notices and research re loan documentation evidencing note splits (0.5).	4.30	2,773.50
03/01/11	Jonathan Bashi	Review of cooperation agreement and backstop indemnity (0.8); conference call w/ client (0.6); draft of officer's certificate re: no liens (2.0); review of notice of termination of sale (0.1).	3.50	1,610.00
03/02/11	Janice Mac Avoy	Telephone conferences with team (0.6); Notes re: revised notice of termination (0.3).	0.90	873.00
03/02/11	Meyer Last	Review revised cooperation agreement documents.	0.30	291.00
03/02/11	Laurinda Martins	Review and revise cooperation agreement (1.8); exchange of emails with J. Palmer re same (0.3); discussions re status of open items (0.8).	2.90	1,870.50
03/02/11	Jonathan Bashi	Review of comments to cooperation agreement; edits to cooperation agreement and correspondence w/ opposing counsel (1.2); draft of Notice of Termination of Sale; re-draft of Publication of Public Sale (1.1); corrections to Notification of Disposition of Collateral and Terms of Public Sale re: subordinated notes (0.8); track down of closing docs from Hamilton Amendment (0.6)	5.50	2,530.00
03/03/11	Janice Mac Avoy	Comments on cooperation agreement.	0.40	388.00
03/03/11	Meyer Last	Review docs re: cooperation agreement (0.2); conferences w/ Martins re: same (0.1).	0.30	291.00
03/03/11	Laurinda Martins	Exchange of emails re open issues (0.9); TC with M. Last re status (0.1); internal discussions re same (0.2); TC with J. Palmer re notes (0.1); TC to title co re escrow agreement (0.5).	1.80	1,161.00
03/03/11	Jonathan Bashi	Call w/ Cadwalader re: closing binder on Hamilton Amendment (0.3); edits to Notice of Termination of Sale (0.4); revisions to LLC Operating Agreements (0.5); coordination of advertising for foreclosure sale (0.3).	1.50	690.00
03/04/11	Janice Mac Avoy	Telephone conferences with client, team (0.9); revising cooperation agreement (0.9).	1.80	1,746.00

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 2

Client: Lehman
Matter: Pinnacle

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/04/11	Laurinda Martins	TC with J. MacAvoy and J. Bashi re borrower's comments to the revised cooperation agreement (0.3); revise cooperation agreement (2.1); Review and revise management agreement (1.8); TC with J. Palmer re same (0.1); exchange of emails re open issue on management agreement (0.9); TC w D. Wilcomes re escrow agreement (0.3); review and revise no lien certificate; exchange of emails re: same (0.3).	5.80	3,741.00
03/04/11	Jonathan Bashi	Correspondence from opposing counsel and review of proposed changes (1.1); conference call w/ client (.5); edits to Cooperation Agreement and Backstop Indemnity (2.8); revisions to Mgmt. Agreement (1.1).	5.50	2,530.00
03/07/11	Janice Mac Avoy	Telephone conference with Eric Landau re: cooperation agreement (0.2); revising cooperation agreement (0.4); reviewing ancillary agreements (0.5).	1.10	1,067.00
03/07/11	Laurinda Martins	Exchange of emails with J. Palmer re open items and TC re same (0.3); draft escrow agreement (0.6); review revised cooperation agreement (0.5); discussion re replacement property manager (0.5).	1.90	1,225.50
03/07/11	Jonathan Bashi	Revisions to cooperation agreement; conference call w/ client (0.3); revisions to Hamilton foreclosure notices and correspondence w/ counsel for Borrower and Senior Lender (2.1); review of Loan Agreements and Intercreditor re: retention of new property manager (1.2).	5.40	2,484.00
03/08/11	Janice Mac Avoy	Communication with client and team re: management agreement.	0.60	582.00
03/08/11	Laurinda Martins	TC with J. Palmer and J. Bashi re management agreement (0.6); TCs to borrower's counsel (0.3); CC w/ Borrower's counsel and J. Bashi re title affidavit (0.2); revise title affidavit and escrow agreement; exchange of emails re same (0.7).	1.80	1,161.00
03/08/11	Jonathan Bashi	Conference call w/ client to discuss Mgmt. Agreement (0.6); edits to Mgmt Agreement (1.1); conference call w/ opposing counsel on Title Affidavit (0.2); draft of open issues, review of Escrow Agreement and Title Affidavit, correspondence to opposing counsel and Pinnacle (3.6).	5.50	2,530.00
03/09/11	Janice Mac Avoy	Communication with team, client re: management agreement.	0.60	582.00
03/09/11	Jonathan Bashi	Review of docket for update on litigation (0.3); edits to Mgmt. Agreement for Hamilton (6.4); correspondence w/ client (0.5).	7.20	3,312.00
03/10/11	Janice Mac Avoy	Communication with team, client (0.3); letter regarding maintenance (0.4); communication with client regarding cooperation (0.3); review loan documents (0.2).	1.20	1,164.00
03/10/11	Laurinda Martins	Discuss management agreements and open issues (0.4); several TC w/ J. Palmer re mgmt agreements and status of the transaction (0.6); review and reply to emails re same (0.3); several TCs re consulting agreement (0.5).	1.80	1,161.00

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 3

Client: Lehman
Matter: Pinnacle

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/10/11	Jonathan Bashi	Edits and review of Management Agreement (2.1); conference call w/ client (0.6); review and insert language re: consultancy (0.8); review of loan docs and conference call w/ opposing counsel (0.4); draft of letter re: unsafe conditions (2.4); distributed Hamilton notices (0.7).	7.00	3,220.00
03/11/11	Janice Mac Avoy	Call with Tahl management company (0.4); follow-up with Rosenberg Estes (0.1); letter regarding repairs (0.1); office conference with Jonathan Bashi (0.1).	0.70	679.00
03/11/11	Laurinda Martins	Exchange of emails re: management agreement (0.3); CC with Tahl properties and client regarding same (0.4); follow-up call with J. Palmer re Tahl properties' management agreement (0.3); review letter re: necessary repairs (0.4); review management agreements (1.4).	2.50	1,612.50
03/11/11	Jonathan Bashi	Edits to letter re: unsafe Dunbar conditions; final edits to management agreement (0.5); correspondence w/ client (0.4); conference call w/ Tahl Propp (0.4); excerpts of cooperation agreement re: deliverables (1.2); draft of management termination agreement (2.7); coordinated updates to lien search reports w/ NYLS (0.2).	6.40	2,944.00
03/13/11	Laurinda Martins	Emails re: data site and promissory notes	0.20	129.00
03/14/11	Janice Mac Avoy	Conference call with client re: revised cooperation agreement (0.4); telephone conference with Paul Hastings (0.3); reviewing revised cooperation agreement (0.2); demand letter (0.4).	1.30	1,261.00
03/14/11	Lee Parks	Attention to and response to foreclosure questions.	1.00	970.00
03/14/11	Laurinda Martins	Review comments to the cooperation agreement (0.9); CC with client regarding comments and open issues (0.4); review termination letter and prepare comment thereto (0.4); several TCs J. Palmer re open issues and status (0.3).	2.00	1,290.00
03/14/11	Jonathan Bashi	Follow up w/ Cadwalader re: management agreement (0.2); blackline of Hamilton/ Dunbar Mgmt Agmts. (0.1); review of Cooperation Agreement and conference call w/ client (1.2); edits to cooperation agreement, termination of mgmt notice and drafted notice of demand (4.8).	6.30	2,898.00
03/15/11	Janice Mac Avoy	Communication with client re: management agreement (0.8); telephone conference with L. Barrick and team re: same (0.5).	1.30	1,261.00

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 4

Client: Lehman
Matter: Pinnacle

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/15/11	Laurinda Martins	Review and respond to emails re open items (0.3); discuss ICA and requirements for a replacement manager with J. Bashi (0.1); C with J. Hisiger and J. Bashi re replacement property manager (0.3); Email to J. Palmer re: same (0.4); revise email to J. Hisiger re: same (0.2); email Title Co re: escrow agreement (0.1); several TCs w/ J. Palmer re: status and open issues (0.4); review changes to the Dunbar management agreement and discuss same with J. Bashi (1.8); follow up with J. Palmer on written demands for documents (0.4); TC w/ J. Palmer re: Amsterdam (0.2)	4.20	2,709.00
03/15/11	Jonathan Bashi	Review of Property management agreement and conference call w/ client (1.1); edits to notices of demand (1.2); drafted parallel demand letters to opposing counsel (2.6); edits to property management agreement (1.7); review and edits to foreclosing checklist (1.8); conference call w/ client re: UCC foreclosures (0.3).	8.70	4,002.00
03/15/11	David Gartenberg	Assemble closing checklist for the cooperation agreement (1.8); review and revise same (1.4).	3.20	1,264.00
03/16/11	Janice Mac Avoy	Communication with client, team, PH (0.8); revising notices to borrower, cooperation agreement (0.9); notices (0.9).	2.60	2,522.00
03/16/11	Laurinda Martins	Emails re: comments to the cooperation agreement (0.4); review closing checklist and revise same (0.5); discuss property management agreement with J. Bashi and review correspondence re: same (0.8); TC with PH re: status of the deliverables (0.3); review follow up emails (0.2); several TCs with J. Palmer re status and open issues (0.9); discuss comments to the cooperation agreement (0.6); coordinate document review (0.2); review comments to Dunbar Management agreement and discuss same (0.2).	4.10	2,644.50
03/16/11	Jonathan Bashi	Edits to Cooperation Agreement (1.5); reviewed indemnity and escrow to confirm all exhibits and schedules to Closing Checklist (1.5); review and edits to property management agreements (2.8); executed notices of demand to opposing counsel and to client (0.8); drafted formal notices to Senior Lender re: termination of manager (0.4).	7.10	3,266.00
03/17/11	Janice Mac Avoy	Conference call with Eastdil (0.3); telephone conferences with auctioneers (0.9); telephone conferences with client, team DH regarding cooperation, regarding deliverables DHCR notices (1.4).	2.60	2,522.00
03/17/11	Laurinda Martins	Review notice of replacement manager (0.5); review emails re misc open items (0.3); review Tahl property management agreement (0.9); exchange of emails re deliverables and site visit to inspect same (0.3); CC with Eastdil and client re foreclosure (0.3); follow up with title company on escrow agreement (0.2); several TCs with J. Palmer re status and open items (0.3).	2.80	1,806.00

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 5

Client: Lehman
Matter: Pinnacle

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/17/11	Jonathan Bashi	Edits to notices to Senior Lender re: termination and replacement of Property Manager (1.9); sent out notices of termination of property manager to opposing counsel and Pinnacle (0.6); edits to Dunbar and Hamilton LLC Operating Agreement (2.2); revisions to Dunbar Property Management Agreement (2.7); edits to Hamilton Management Agreement (2.6); Coordinated conference room for auction (0.3).	10.30	4,738.00
03/18/11	Janice Mac Avoy	Update call re: auction (0.2); telephone conference with client re: same (0.5); attention to PH deliverables (0.3); follow-up regarding same (0.1); call w/ auctioneer re: status (0.2).	1.30	1,261.00
03/18/11	Laurinda Martins	CC with client re: status and next steps (0.5); several TCs with J. Palmer re: same (0.3); CC with J. Bashi and Tahl Properties re: comments to the management agreement (0.5); CC with client re: PR issues and letters to the tenants (0.4); review PH comments to the title affidavit and escrow agreement (0.7); review revised management agreement (0.5); emails with team re: same (0.2); emails re diligence review (0.4).	3.00	1,935.00
03/18/11	Adam Gottlieb	Conf. call w/ LBHI team re: foreclosure issues and plan (0.4); emails w/ J. Bashi re: same (0.3).	0.70	427.00
03/18/11	Jonathan Bashi	Conference calls w/ client re: Dunbar update and Property Deliverables (0.5); conference call w/ Tahl Propp re: Management Agreement and follow up edits (0.5); review of PHJW edits to Title Affidavit and Escrow Agreement (2.6); updated closing checklist (1.4); correspondence w/ Luise Barrack @ Rosenberg Estis and w/ auctioneer (0.6).	5.60	2,576.00
03/21/11	Donald Carleen	Discs. with L. Martins re: senior loan documents.	0.20	194.00
03/21/11	Janice Mac Avoy	Telephone conferences with client (0.6); telephone conferences with Paul Hastings (0.4); call with senior lender (0.2); follow-up regarding same (0.2).	1.40	1,358.00
03/21/11	Laurinda Martins	Emails with Latham re: conference call (0.3); several TCs with J. Palmer re: comments to the Langsam agreement, the senior loan documents and misc. open items (0.5); coordinate changes to same (0.3); Discuss employment through ADT issues (0.8); CC with Tahl Prop re: comments to the management agreement (0.7); CC with Latham and Client re: senior loans (0.6); revise escrow agreement and exchange of emails with client re: same (0.8); revise title affidavit (0.1).	3.80	2,451.00
03/21/11	Jonathan Bashi	Assembled signature pages for closing (1.9); conference call w/ Tahl Propp (0.7); amendments to property management agreements (3.1); finalized docs and created duplicates for Hamilton and Dunbar (2.8); finalized notices to senior lender on replacement of manager (0.5).	9.00	4,140.00
03/22/11	Janice Mac Avoy	Cooperation, pre-closing issues (2.5); telephone conferences with all parties regarding same (0.7).	3.20	3,104.00

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 6

Client: Lehman
Matter: Pinnacle

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/22/11	Michael Alexander	Meet w/ L. Martins and J. Bashi re: management agreement (0.5); draft documents (2.9); review documents (1.3); prepare signatures (0.1); attn. to closing (0.1); attn. to transfer tax issues (0.6).	5.50	3,547.50
03/22/11	Laurinda Martins	Review management agreement and revise same (1.4); TC with J. Bashi re: same (0.5); several TCs with J. Palmer re: closing (0.2); coordinate various deliverables; discuss final documents; exchange of emails with client re: org. documents (0.3); internal meeting regarding status (0.3); TC with J. Palmer re: same (0.1); exchange of emails with the title company re: escrow agreement (0.2); review and revise assignment of loan documents (2.4); review and revise assignment and subordination of management agreements (0.3); review revised title affidavits (0.3)	6.00	3,870.00
03/22/11	Jonathan Bashi	Updates to management agreements for Hamilton and Dunbar (1.6); updates to foreclosure checklist (0.7); assembled execution version docs to client and opposing counsel (0.9); summary of terms of public sale for auctioneer (1.2); conference call w/ client re: same (0.5); assembled signature pages for client (1.4); coordinated w/ NYLS to get updated property reports (0.8); correspondence w/ opposing counsel (0.7); review of assignment of membership interests (2.1); review of subordination of management agreement.	9.60	4,416.00
03/23/11	Janice Mac Avoy	Communication with all parties (2.1); conference calls (3.2); preparation for closing and foreclosure (1.0).	6.30	6,111.00
03/23/11	Michael Alexander	Draft changes to management agreement (3.2); revise and review documents (2.7); conference calls re: same (1.5); closing (1.4).	8.80	5,676.00
03/23/11	Laurinda Martins	Exchange of emails re: open items (0.3); prepare email re: status of various open items (0.4); prepare assignment of interest (1.1); review UCC and pledge agreement (0.2); TC with J. Hisiger re comments to the assignment of management agreement (0.2); exchange of emails with client re: open items and signature pages (0.7).	2.90	1,870.50
03/23/11	Andrew Falevich	Discussion with Michael Alexander re: Transfer Taxes.	0.40	244.00
03/23/11	Jonathan Bashi	Edits to Title Affidavit and Assignment of Interest (2.0); review of latest notices from NYDEC (0.8); review of remaining open items before closing (0.7); certification requirements in governing doc (2.1); review and edits to Dunbar letter to tenants and duplicated for Hamilton (2.6); prepared signature pages and distributed to client for signature (1.4); correspondence re: potential interest on Hamilton (0.7); edits to management agreements to change to owner entity (4.6).	14.90	6,854.00
03/23/11	Michele Chirco	Drafted closing documents (1.0); reviewed UCCs. (1.6).	2.60	1,196.00
03/23/11	Patrick Foote	Review/index documents and pdf preparation for J. Mac Avoy.	3.60	1,062.00

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 7

Client: Lehman
Matter: Pinnacle

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/23/11	Joseph Meland	Prepare documents per M. Alexander.	0.50	127.50
03/24/11	Janice Mac Avoy	Call with Eastdil (0.3); communication all parties regarding cooperation (1.2); deliverables, tenant files (2.1); preparation for UCC sale (script, etc.) (0.6).	4.20	4,074.00
03/24/11	Lee Parks	Call regarding assignment of interests.	0.30	291.00
03/24/11	Michael Alexander	Attn. to foreclosure and closing (5.5); conference call with Eastdil and client (0.3).	5.80	3,741.00
03/24/11	Laurinda Martins	Exchange of emails regarding cooperation agreement (0.2); review correspondence re: status (0.3).	0.50	322.50
03/24/11	Andrew Falevich	Discussion with Michael Alexander re: foreclosure and closing.	0.20	122.00
03/24/11	Adam Gottlieb	Drafted answers to complaints as potential successor entities.	1.90	1,159.00
03/24/11	Jonathan Bashi	Conference call w/ Eastdil re: potential additional bidders and foreclosure sale (0.3); final edits to and execution of management agreements to hold in escrow (2.2); forwarding of client signature pages for holding in escrow and originals to closing room (0.4); review of title insurance policies on properties (3.5); receipt of tenant files from Pinnacle and review for completeness (1.8); final edits to tenant letters (0.9); coordinated conference room and security clearances (1.4); summaries of terms of public sale for auctioneer (0.2).	10.70	4,922.00
03/24/11	Michele Chirco	Prepared assignment documents and revised UCCs.	0.70	322.00
03/24/11	Patrick Foote	Document review for J. Mac Avoy.	14.60	4,307.00
03/24/11	Richard B. Goldstein	Assistance to Associate M. Alexander including e-mailed CSC two UCC-3 Assignment Statements to be filed in the State of DE for (i) NY Dunbar Holdings LLC and (ii) NY Hamilton Holdings LLC.	0.50	147.50
03/24/11	Filipina Balahadia	Assisted P. Foote with reviewing Pinnacle tenant files for current lease materials.	9.40	2,773.00
03/24/11	David A Palmer	Attention to reviewing files for current lease.	4.50	1,327.50
03/24/11	Bonita McDuffie	Document review for J. Mac Avoy.	2.20	561.00
03/24/11	Christopher McSweeney	Checked boxes for tenant files and current leases for properties of Pinnacle.	8.90	1,780.00
03/24/11	Michael Vandenberg	Review current lease agreement files.	6.20	1,240.00
03/25/11	Janice Mac Avoy	UCC sale; closing cooperation agreement.	5.10	4,947.00
03/25/11	Lee Parks	Calls re: cooperation agreement closing and UCC sale.	0.30	291.00
03/25/11	Michael Alexander	Foreclosure auction and closing.	4.80	3,096.00
03/25/11	Laurinda Martins	Emails re: foreclosure (0.3); review emails re: status (0.1).	0.40	258.00
03/25/11	Adam Gottlieb	Drafted answers (1.0); emails w/ J. Mac Avoy re: foreclosure sale and related issues (0.2).	1.20	732.00
03/25/11	Michele Chirco	Attended auction. (3.1) Prepared documents for closing. (2.7) Prepared signature pages. (0.9)	6.70	3,082.00
03/25/11	Patrick Foote	Document review for J. Mac Avoy.	13.10	3,864.50

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 8

Client: Lehman
Matter: Pinnacle

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/25/11	Richard B. Goldstein	Assistance to Associate M. Alexander including received from CSC e-mail version copies of two (2) UCC-3 Assignment Statements filed in the State of DE for (i) NY Dunbar Holdings LLC and (ii) NY Hamilton Holdings LLC and e-mailed evidence of both filings to Michael.	0.50	147.50
03/25/11	Christopher McSweeney	Checked boxes for tenant files and current leases for properties of Pinnacle.	1.50	300.00
03/28/11	Janice Mac Avoy	Telephone conferences with client; post-closing issues.	1.80	1,746.00
03/28/11	Michael Alexander	Draft status e-mail; correspondence.	0.50	322.50
03/28/11	Laurinda Martins	Exchange of emails with J. Palmer regarding return of Amsterdam loan documents and payoff (0.2); exchange of emails with PH regarding same (0.3); 1 TC w/ JPalmer re post closing items (0.1); review list of post closing matters (0.3); research re FEIN nos (0.3); exchange of emails with Latham regarding senior lender consents (0.1).	1.30	838.50
03/28/11	Adam Gottlieb	Emails w/ J. Mac Avoy, L. Martin, J. Bashi re: termination notice; reviewed same.	0.40	244.00
03/28/11	Jonathan Bashi	Correspondence w/ opposing counsel re: UCC-1's (0.2); review of executed transaction docs (0.6); correspondence w/ client and w/ senior lender (0.2).	1.00	460.00
03/28/11	Michele Chirco	Prepared closing binder index (0.7). Organized closing documents (1.0). Duped documents and coordinated signature pages (0.3).	2.00	920.00
03/28/11	Patrick Foote	Review and coordination of original document delivery to clients for J. Mac Avoy.	4.90	1,445.50
03/29/11	Janice Mac Avoy	Attention to post closing foreclosure issues.	1.90	1,843.00
03/29/11	Michael Alexander	Call re: transfer taxes.	0.20	129.00
03/29/11	Laurinda Martins	Exchange of emails with client and PH regarding accounts (0.3); coordinate UCC terminations for Amsterdam (0.8); TC with J. Halperin re accounts (0.2); review UCC foreclosure termination for Amsterdam (0.8); coordinate preparation of the transfer tax returns and misc post closing items (0.4); several TCs with J. Palmer re post closing items (0.5); discuss answer to the foreclosure complaint (0.1).	3.10	1,999.50
03/29/11	Andrew Falevich	Discussion with Laurinda M. re: foreclosure complaint.	0.20	122.00
03/29/11	Adam Gottlieb	Revised Termination Notice (0.1); emails w/ J. Mac Avoy, L. Martins re: same (0.1); transmit to J. Palmer for signature (0.1).	0.30	183.00
03/29/11	Jonathan Bashi	Ordered and reviewed Amsteden UCC lien searches (0.7); constructed org chart for Dunbar and Hamilton reflecting new SPE's post-foreclosure (2.0).	2.70	1,242.00
03/29/11	Michele Chirco	Compiled property information for transfer tax forms.	2.00	920.00
03/29/11	Patrick Foote	Review and coordination of original document delivery to clients for J. Mac Avoy.	7.10	2,094.50

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 9

Client: Lehman
Matter: Pinnacle

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/29/11	Richard B. Goldstein	Assistance to Associate J. Bashi including (i) requested CSC run UCC lien searches in the State of DE for (i) Pinnacle Amsterdam LLC and (ii) Pinnacle Amsterdam NY LLC and (ii) received from CSC e-mail version copies of all UCC liens on file for both debtors and e-mailed copies to Jon for his review.	1.50	442.50
03/30/11	Janice Mac Avoy	Conference call with AAMC (0.4); telephone conferences with client, PH; post-closing issues (1.2); office conferences with team (0.2).	2.20	2,134.00
03/30/11	Michael Alexander	Review checklist; discuss matters with M. Chirco (0.1); correspondence (0.2).	0.50	322.50
03/30/11	Laurinda Martins	Emails re: name change (0.3); exchange of emails with PH and client re change of authorized signatory (0.4); meet w/ J. Palmer re cash management system (0.3); TC with Tahl Prop regarding same (0.4); TC with J. MacAvoy and R. Allendorff re clearing accounts (0.4); TC with Latham re organizational documents and management agreements (0.5); email to J. Halperin re same (0.2); prepare post closing checklist (0.8); exchange of emails re: same (0.2); exchange of email re: officer's certificates (0.6).	3.90	2,515.50
03/30/11	Jonathan Bashi	Review of closing binder index and closing docs.	2.60	1,196.00
03/30/11	Michele Chirco	Prepared additional sets of closing documents (1.2). Revised documents (2.4).	3.60	1,656.00
03/30/11	Filipina Balahadia	Reviewed and organized tenant files as per P. Foote (0.4); general litigation support (0.7).	1.10	324.50
03/31/11	Janice Mac Avoy	Post-closing issues (0.4); tc's L. Martins, client (0.5).	0.90	873.00
03/31/11	Laurinda Martins	Emails regarding clearing accounts and officer's certificates (0.2); revise closing checklist (0.3); TC w/ C. Moorhead re senior loan documents (0.2); coordinate transfer tax forms (0.3); review email re: letters to the senior lender (0.3)	1.30	838.50
03/31/11	Andrew Falevich	Discussion with Ken R. re: transfer tax issues.	0.20	122.00
03/31/11	Kenneth Rosenfeld	Calls w. Jonathan Bashi, Michele Chirco (0.2); conf. w. Andrew Falevich (0.1); researching transfer tax consideration (0.6).	0.90	522.00
03/31/11	Jonathan Bashi	Edits to closing binder (0.8); sent notices to Senior Lender (0.3).	1.10	506.00
03/31/11	Michele Chirco	Drafted operating agreement for borrower (5.1). Drafted account change request letter (0.6). Revised closing set (1.2).	6.90	3,174.00
Total:			387.00	204,320.50

Client: Lehman
Matter: Hudson Yards

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Janice Mac Avoy	Partner	3.10	3,007.00
John A. Borek	Spec Counsel	0.20	152.00
Nazar Altun	Associate	39.30	25,348.50
Rachel Kravitz	Associate	30.70	15,964.00
Nicole Naghi	Associate	37.90	17,434.00
	Totals	111.20	61,905.50

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/02/11	Janice Mac Avoy	Communication with client and borrower re: case status.	0.20	194.00
03/11/11	Janice Mac Avoy	Review answers filed with court and communication with client re: same.	0.50	485.00
03/14/11	Janice Mac Avoy	Office conferences with team regarding strategy for summary judgment motion (.2); conference call with client regarding same (.3).	0.50	485.00
03/14/11	Rachel Kravitz	Discuss drafting points of summary judgment motion w/ N. Naghi (.4); call w/ client re: answers and summary judgment motion (.3).	0.70	364.00
03/14/11	Nicole Naghi	Conf. with R. Kravitz re: strategy for summary judgment motion (.4); conference call with client re: same (.3).	0.70	322.00
03/15/11	Janice Mac Avoy	Communications with team regarding strategy for summary judgment motion.	0.40	388.00
03/15/11	Nicole Naghi	Research and prepare initial draft of motion for partial summary judgment.	5.90	2,714.00
03/16/11	Nicole Naghi	Draft and revise summary judgment motion.	3.50	1,610.00
03/17/11	Nicole Naghi	Draft Brusco affidavit (4.3); case research for summary judgment motion (2.0).	6.30	2,898.00
03/18/11	Rachel Kravitz	Review and revise draft motion for summary judgment.	4.00	2,080.00
03/18/11	Nicole Naghi	Draft affidavit of regularity for Janice Mac Avoy.	3.80	1,748.00
03/20/11	Rachel Kravitz	Review draft of motion for summary judgment and provide comments to N. Naghi (2.0); review cases cited in same (1.6).	3.60	1,872.00
03/20/11	Nicole Naghi	Revise memorandum of law for partial summary judgment based on comments received.	1.80	828.00
03/21/11	John A. Borek	O/c with R. Kravitz re: summary judgment motion procedure.	0.10	76.00
03/21/11	Nazar Altun	Communications with R. Kravitz re: foreclosure summary judgment (.3); review draft memorandum of law in support of partial summary judgment motion (3.5).	3.80	2,451.00

Client: Lehman
Matter: Hudson Yards

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/21/11	Rachel Kravitz	Review summary judgment motion and related affidavits.	2.80	1,456.00
03/21/11	Nicole Naghi	Revise affidavits and memorandum of law in support of summary judgment motion (3.1); draft related notice of motion (.5).	3.60	1,656.00
03/22/11	Nazar Altun	Review and comment on summary judgment brief (4.1); communications with N. Naghi, R. Kravitz and J. Mac Avoy re: same (.4).	4.50	2,902.50
03/22/11	Rachel Kravitz	Review and revise drafts of summary judgment motion and related memorandum of law (3.2); discuss w/ N. Altun (.3).	3.50	1,820.00
03/22/11	Nicole Naghi	Review and revise notice of summary judgment motion.	0.20	92.00
03/23/11	Nazar Altun	Review and revise draft of summary judgment motion.	3.60	2,322.00
03/23/11	Nicole Naghi	Review and revise summary judgment motion and ancillary documents.	2.80	1,288.00
03/24/11	Janice Mac Avoy	Review and revise summary judgment brief.	0.70	679.00
03/24/11	John A. Borek	O/c with R. Kravitz re: summary judgment brief procedure.	0.10	76.00
03/24/11	Nazar Altun	Review revised summary judgment memorandum of law (1.2); review case law to supplement brief (2.3); review draft Brusco affidavit (.8); communications w/ J. Mac Avoy and R. Kravitz re: summary judgment brief (.2).	4.50	2,902.50
03/24/11	Rachel Kravitz	Review and revise summary judgment brief (3.6); revise related affidavits (1.9); t/c with N. Altun re: same (.1); o/c with J. Borek re: same (.1).	5.70	2,964.00
03/24/11	Nicole Naghi	Revise affidavit of R. Brusco.	0.50	230.00
03/25/11	Nazar Altun	Review draft summary judgment brief and related affidavits (3.4); review of case law cited in summary judgment brief (3.2); communications with R. Kravitz and N. Naghi re: same (.2).	6.80	4,386.00
03/25/11	Rachel Kravitz	Revise draft summary judgment brief (4.7); discuss research of same w/ N. Naghi (.2); discuss draft w/ N. Altun (.1).	5.00	2,600.00
03/25/11	Nicole Naghi	Research affirmative defense argument waiver and estoppel (4.2); revise affidavit in support of summary judgment motion (2.6); communications with R. Kravitz re: same (.2).	7.00	3,220.00
03/26/11	Nazar Altun	Review and revise draft summary judgment memorandum of law (3.1); communications with R. Kravitz re: same (.1); review of case law cited in summary judgment memorandum of law (1.9).	5.10	3,289.50
03/27/11	Nicole Naghi	Revise Brusco Affidavit.	0.80	368.00
03/28/11	Nazar Altun	Communications with R. Kravitz, J. Mac Avoy, N. Naghi re: summary judgment brief (.3); review summary judgment memorandum of law (5.8); call with counsel for Robert Marx re: guaranty (.2).	6.30	4,063.50

Client: Lehman
Matter: Hudson Yards

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/28/11	Rachel Kravitz	Revise draft summary judgment motion and Brusco affidavit.	3.10	1,612.00
03/28/11	Nicole Naghi	Review draft of summary judgment motion (.6); draft request for judicial intervention (.4).	1.00	460.00
03/29/11	Janice Mac Avoy	Review summary judgment motion (.5); communication to client regarding Robert Marx guaranty issue (.3).	0.80	776.00
03/29/11	Nazar Altun	Review and revise draft summary judgment brief (3.1); communications with J. Mac Avoy and R. Kravitz re: same (.2); email to R. Brusco re: same (.3); review of case law cited in summary judgment brief (.6).	4.20	2,709.00
03/29/11	Rachel Kravitz	Revise drafts of motion for summary judgment and Brusco affidavit (2.0); draft email to client (.1); discuss issues w/ N. Altun and J. Mac Avoy re: same (.2).	2.30	1,196.00
03/31/11	Nazar Altun	T/cs with client re: summary judgment motion and Robert Marx guranty issue (.3); communications with J. Mac Avoy and R. Kravitz re: same (.2).	0.50	322.50
Total:			111.20	61,905.50

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 1

Client: Lehman
Matter: Hudson Yards

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
06/02/11	Nazar Altun	Review of Rob's comments to affidavit (1.0); communications with R. Kravitz re: same and regarding summary judgment filing (.5).	1.50	967.50
06/02/11	Rachel Kravitz	Preparing affidavits and memo of law for summary judgment motion.	1.20	624.00
06/02/11	Filipina Balahadia	Reviewed and organized potential exhibits as per R. Kravitz.	0.70	206.50
06/03/11	Rachel Kravitz	Prepare docs for filing (.4); review w/ F. Balahadia (.2).	0.60	312.00
06/03/11	Filipina Balahadia	Reviewed and organized potential exhibits and case materials (2.0); created table of authorities as per R. Kravitz (.2); general litigation support (.4)	2.60	767.00
06/04/11	John A. Borek	Respond to R. Kravitz emails (.1); online research re: Home Savings v. Riverhead Investors action per R. Kravitz (.4).	0.50	380.00
06/04/11	Rachel Kravitz	Revise TOA (.8); check exhibits (.2).	1.00	520.00
06/06/11	Rachel Kravitz	Revise citations in memo of law.	0.60	312.00
06/06/11	Filipina Balahadia	Reviewed and organized potential exhibits and case materials (.6); created table of authorities as per R. Kravitz (.2); general litigation support (.1).	0.90	265.50
06/07/11	Nazar Altun	Review of summary judgment papers (5.0); communications with R. Kravitz re: same (.2).	5.20	3,354.00
06/07/11	Rachel Kravitz	Revise papers to be filed along with summary judgment motion and review exhibits.	2.30	1,196.00
06/07/11	Filipina Balahadia	Reviewed and organized potential exhibits and case materials as per R. Kravitz (2.0); general litigation support (.8).	2.80	826.00
06/08/11	John A. Borek	Review and revise draft motion papers (3.0); confs with R. Kravitz, N. Naghi and N. Altun re: same (1.1).	4.10	3,116.00
06/08/11	Nazar Altun	Review of summary judgment papers (4.5); communications with R. Kravitz re: same (.6).	5.10	3,289.50
06/08/11	Rachel Kravitz	Revise papers per J. Borek's comments.	2.90	1,508.00
06/08/11	Nicole Naghi	Prepare RJl forms (3.0) and discuss issues with J. Borek (.4).	3.40	1,564.00
06/08/11	Filipina Balahadia	Reviewed and organized potential exhibits and case materials as per R. Kravitz (2.0); general litigation support (.8).	2.80	826.00
06/09/11	Janice Mac Avoy	Finalizing summary judgment. papers.	0.60	582.00
06/09/11	John A. Borek	Review and revise draft motion papers (3.5); confs with R. Kravitz, N. Altun, E. Strecker and N. Naghi re: same (.6).	4.10	3,116.00

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 2

Client: Lehman
Matter: Hudson Yards

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
06/09/11	Nazar Altun	Final edits and preparations for filing of motion for summary judgment (4.5); communications with R. Kravitz and J. Borek re same (.7).	5.20	3,354.00
06/09/11	Rachel Kravitz	File summary judgment motion.	2.00	1,040.00
06/09/11	Filipina Balahadia	Reviewed and organized potential exhibits and case materials as per R. Kravitz (4.0); general litigation support (.4).	4.40	1,298.00
06/09/11	Edward Strecker	E-filed motion for partial summary judgment and related relief in NY Supreme Court, NY County.	1.00	295.00
06/13/11	Janice Mac Avoy	Communication with borrower, client regarding extension.	0.20	194.00
06/13/11	Rachel Kravitz	Draft cover letter to client re: summary judgment package.	0.30	156.00
06/13/11	Filipina Balahadia	Reviewed and organized case materials as per R. Kravitz.	0.70	206.50
06/14/11	Nazar Altun	Communications with client re: assigned judge and opposing counsel's request for an extension of time	0.80	516.00
06/14/11	Filipina Balahadia	Reviewed and organized case materials as per R. Kravitz.	0.70	206.50
06/15/11	Janice Mac Avoy	Conference call with client (.3); follow-up regarding same (.1).	0.40	388.00
06/15/11	Nazar Altun	Communications with client re: recent SJ filing.	0.70	451.50
06/16/11	Janice Mac Avoy	Review stipulation.	0.20	194.00
06/16/11	John A. Borek	Confs with N. Altun re: extension of time.	0.20	152.00
06/16/11	Nazar Altun	Communications with opposing counsel re: extension of time to respond to summary judgment brief (.2); communications with J. Borek re: same (.3); review of draft stipulation (1.0); call with R. Brusco and M. Czervionke re: next steps (.3).	1.80	1,161.00
07/05/11	Janice Mac Avoy	Telephone conference with Borrower's counsel (.1); communication with client regarding extension (.1).	0.20	194.00
07/05/11	Nazar Altun	Communications with L. Sklaw re: extension to summary judgment motion (.1); communications with J. Mac Avoy and R. Brusco re: same (.8).	0.90	580.50
07/07/11	Janice Mac Avoy	Review extension.	0.20	194.00
08/01/11	Nazar Altun	Communications with Lawrence Sklaw regarding extension to Summary Judgment briefing schedule.	0.60	387.00
08/02/11	Janice Mac Avoy	Telephone conference with client (.3); office conference with Nazar Altun regarding strategy/deed in lieu issues (.9).	1.20	1,164.00
08/02/11	Nazar Altun	Conference call with Rob Brusco, Craig Burns and John Nastasi regarding potential Discounted Pay Off.	0.30	193.50
08/02/11	Nazar Altun	Communications with Janice Mac Avoy and review of treatises regarding several potential legal issues relating to Discounted Pay Off.	0.90	580.50

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 3

Client: Lehman
Matter: Hudson Yards

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/03/11	Nazar Altun	Review of Mezzanine Loan Documents to determine best way to procede on Discounted Pay Off.	1.50	967.50
08/03/11	Nazar Altun	Communications with R. Kravitz re: Mezzanine Loan Documents to determine best way to procede on Discounted Pay Off.	0.50	322.50
08/03/11	Nazar Altun	Communications with Craig Burns regarding Mezzanine Loan documents	0.20	129.00
08/03/11	Rachel Kravitz	Review mezzanine loan documents.	0.60	312.00
08/04/11	Janice Mac Avoy	Office conference with Nazar Altun and reviewing mezzanine loan documents (.5); summary to client (.2).	0.70	679.00
08/15/11	Janice Mac Avoy	Conference call with client (.4); follow-up with Nazar Altun regarding strategy with borrower (.1).	0.50	485.00
08/15/11	Nazar Altun	Communications with client regarding potential deal with borrower (.4); discussion with J. Mac Avoy re: same (.1); communications with R. Kravitz re: stipulation extending summary judgment motion return date (.7).	1.20	774.00
08/16/11	Nazar Altun	Communciations with R. Kravitz and L. Sklaw regarindg extention of summary judgment motion briefing schedule	0.80	516.00
08/18/11	Janice Mac Avoy	Communication with client regardung borrower request (.2); communication with Nazar Altun regarding term sheet (.2).	0.40	388.00
08/22/11	Nazar Altun	Communciations with client (.6); communications with L Sklaw re: extension (.4).	1.00	645.00
08/29/11	Janice Mac Avoy	Telephone conference with Nazar Altun regarding term sheet.	0.30	291.00
08/29/11	Nazar Altun	Work on Term Sheet for Discounted Pay Off (2.2); communication with J. Mac Avoy re: same (.3).	2.50	1,612.50
08/31/11	Janice Mac Avoy	Office conference with Nazar Altun regarding restructure term sheet.	0.30	291.00
Total:			76.30	44,050.50

Client: Lehman
Matter: Hudson Yards

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/08/11	Nazar Altun	Communications with Lawrence Sklaw regarding extension of time to respond to summary judgment motion (.2); review of stipulation extending summary judgment motion return date (.5).	0.70	462.00
09/08/11	Rachel Kravitz	Attention to issues regarding summary judgment filing in NYS Court (.8); call to opposing counsel to discuss revising stipulation (.2); discuss extending time to respond with N. Altun and J. Mac Avoy (.3).	1.30	715.00
09/22/11	Janice Mac Avoy	Telephone communication with client (.2); office communication with team (.1).	0.30	291.00
Total:			2.30	1,468.00

Client: Lehman
Matter: Hudson Yards

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Janice Mac Avoy	Partner	2.10	2,037.00
Nazar Altun	Associate	29.70	19,602.00
Rachel Kravitz	Associate	56.00	30,800.00
	Totals	87.80	52,439.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/12/11	Rachel Kravitz	Review opposition brief (.5); draft email to client summarizing opposition brief (.9).	1.40	770.00
10/13/11	Rachel Kravitz	Review filing by 1031 Borrower defendant.	0.30	165.00
10/18/11	Janice Mac Avoy	Office communication with N. Altun re: summary judgment opposition.	0.40	388.00
10/18/11	Nazar Altun	Reviewed defendants' opposition papers and communications with J. Mac Avoy and R. Kravitz re: same (1.0); review of case law (1.0).	2.00	1,320.00
10/18/11	Rachel Kravitz	Review opposition papers (3.3); review and analyze cases cited in opposition papers (3.0).	6.30	3,465.00
10/19/11	Rachel Kravitz	Review and analyze cases in opposition brief.	4.20	2,310.00
10/20/11	Nazar Altun	Communications with R. Kravitz re: summary judgment reply brief.	0.50	330.00
10/20/11	Rachel Kravitz	Draft outline for reply brief.	6.10	3,355.00
10/21/11	Rachel Kravitz	Draft outline for reply brief (6.0); research for reply brief (3.0).	9.00	4,950.00
10/23/11	Rachel Kravitz	Draft reply brief preliminary statement (.7); draft estoppel section of brief (1.2); draft waiver section of brief (.4).	2.30	1,265.00
10/24/11	Janice Mac Avoy	Office communication with team re: case law in reply brief.	0.40	388.00
10/24/11	Rachel Kravitz	Draft reply brief for summary judgment motion (2.9); draft estoppel section (1.3); research case law on estoppels and waiver (1.4); review defendant's cases (.7).	6.30	3,465.00
10/25/11	Nazar Altun	Communications with Rachel Kravitz regarding summary judgment reply brief.	0.80	528.00
10/25/11	Nazar Altun	Review of first draft of Reply Brief.	0.90	594.00
10/25/11	Rachel Kravitz	Draft reply motion for summary judgment (.4); draft section on prima facie foreclosure (.8); draft sections on default and affirmative defenses (3.1).	4.30	2,365.00
10/26/11	Nazar Altun	Draft preliminary statement and statement of facts for reply brief (2.4); review of factual records re: same (.6).	3.00	1,980.00

Client: Lehman
Matter: Hudson Yards

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/26/11	Rachel Kravitz	Research multiple estoppel issues (4.2); incorporate research into brief (3.8).	8.00	4,400.00
10/27/11	Nazar Altun	Review of case law cited in reply brief (3.5); draft argument sections of brief (4.7).	8.20	5,412.00
10/27/11	Nazar Altun	Communications with R. Kravitz regarding the reply brief.	2.00	1,320.00
10/27/11	Rachel Kravitz	Review and revise sections of reply brief w/ N. Altun (2.0); research open issues for reply brief (1.6).	3.60	1,980.00
10/28/11	Nazar Altun	Review and revise summary judgment reply brief.	6.20	4,092.00
10/30/11	Janice Mac Avoy	Review and revise summary judgment reply brief.	1.30	1,261.00
10/30/11	Nazar Altun	Revise argument section of reply brief (4.0); communications with R. Kravitz re: same (.2).	4.20	2,772.00
10/31/11	Nazar Altun	Communications with R. Kravitz and J. Mac Avoy regarding summary judgment reply brief.	0.90	594.00
10/31/11	Nazar Altun	Review of reply brief	1.00	660.00
10/31/11	Rachel Kravitz	Revise reply brief as per J. Mac Avoy's comments (2.2); research for reply brief (2.0).	4.20	2,310.00
Total:			87.80	52,439.00

Client: Lehman
Matter: Hudson Yards

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Janice Mac Avoy	Partner	0.60	582.00
John A. Borek	Spec Counsel	1.10	836.00
Nazar Altun	Associate	5.50	3,630.00
Rachel Kravitz	Associate	12.10	6,655.00
	Totals	19.30	11,703.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/02/11	John A. Borek	Conference with R. Kravitz re: reply brief.	0.20	152.00
11/02/11	Nazar Altun	Edited summary judgement reply brief.	3.20	2,112.00
11/02/11	Rachel Kravitz	Review and revise reply brief.	2.90	1,595.00
11/03/11	Rachel Kravitz	Revise reply brief.	1.10	605.00
11/06/11	Rachel Kravitz	Review and revise reply brief.	1.70	935.00
11/07/11	John A. Borek	Review and revise draft memo of law.	0.50	380.00
11/07/11	Nazar Altun	Finalized summary judgment reply brief for filing (2.0); communications with J. Mac Avoy and R. Kravitz re: same (0.3)	2.30	1,518.00
11/07/11	Rachel Kravitz	Revise summary judgment brief (5.0); attention to issues regarding filing and service of brief (1.4).	6.40	3,520.00
11/22/11	Janice Mac Avoy	Communication with Borrower's counsel and client re: current status.	0.20	194.00
11/23/11	John A. Borek	Respond to N. Altun email re: rescheduling summary judgment hearing.	0.20	152.00
11/28/11	Janice Mac Avoy	Telephone communication with client re: potential settlement (.2); telephone communication with Borrower re: same (.2).	0.40	388.00
11/28/11	John A. Borek	Respond to R. Kravitz email re: rescheduling summary judgment hearing.	0.20	152.00
		Total:	19.30	11,703.00

Client: Lehman
Matter: Hudson Yards

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Janice Mac Avoy	Partner	9.40	9,118.00
John A. Borek	Spec Counsel	0.80	608.00
Nazar Altun	Associate	4.10	2,706.00
Rachel Kravitz	Associate	12.90	7,095.00
	Totals	27.20	19,527.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/01/11	Rachel Kravitz	Preparations for oral arguments (1.3); revise oral argument outline (1.4).	2.70	1,485.00
12/02/11	Rachel Kravitz	Review and revise oral argument outline.	2.70	1,485.00
12/04/11	Janice Mac Avoy	Preparations for oral argument.	1.20	1,164.00
12/05/11	Janice Mac Avoy	Communication with client and L. Sklar re: settlement (.3); prepare for oral argument (1.3).	1.60	1,552.00
12/08/11	Janice Mac Avoy	Prepare for oral argument.	3.40	3,298.00
12/08/11	Rachel Kravitz	Preparation of materials for oral argument.	0.80	440.00
12/09/11	Janice Mac Avoy	Prepare for oral argument (.5); review summary judgment motion (2.1).	2.60	2,522.00
12/09/11	Nazar Altun	Preparations for oral argument (1.0); oral argument re: Summary Judgement Motion (2.3); communications with J. Mac Avoy and R. Kravitz re: oral argument issues (.3)	3.60	2,376.00
12/09/11	Rachel Kravitz	Oral argument before Judge Fried.	2.50	1,375.00
12/15/11	Janice Mac Avoy	Communication with client and L. Sklaw re: settlement.	0.20	194.00
12/21/11	Janice Mac Avoy	Review judge's decision (.2); communicate with counsel re: same (.2).	0.40	388.00
12/21/11	John A. Borek	Conf. with R. Kravitz re: necessary filings related to summary judgment foreclosure decision.	0.40	304.00
12/21/11	Rachel Kravitz	Review decisions granting summary judgment of foreclosure (.4); draft proposed order (1.6); discuss necessary filings to settle order with J. Borek (.4).	2.40	1,320.00
12/22/11	John A. Borek	Review draft order (.2); respond to R. Kravitz emails re: same (.2).	0.40	304.00
12/22/11	Nazar Altun	Communications with Rachel Kravitz re: summary judgment decision follow up.	0.50	330.00
12/22/11	Rachel Kravitz	Draft proposed order for grant of summary judgment (1.5); draft notice of settlement (.3).	1.80	990.00
		Total:	27.20	19,527.00

Client: Lehman
Matter: Hudson Yards

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Janice Mac Avoy	Partner	2.30	2,288.50
John A. Borek	Spec Counsel	1.90	1,510.50
Nazar Altun	Associate	1.20	828.00
Rachel Kravitz	Associate	0.90	517.50
	Totals	6.30	5,144.50

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/03/12	John A. Borek	Review and revise draft notice of settlement and proposed order.	0.50	397.50
01/05/12	John A. Borek	Review and revise draft order (1.2); confs with R. Kravitz re: same (.2).	1.40	1,113.00
01/05/12	Rachel Kravitz	Revise proposed order and notice of settlement.	0.90	517.50
01/06/12	Janice Mac Avoy	Review summary judgment order.	0.20	199.00
01/10/12	Janice Mac Avoy	Communication with team and client regarding property access.	2.10	2,089.50
01/10/12	Nazar Altun	Advised client as to right to access property (.2); research as to same (.8); communications with Janice Mac Avoy re: same (.2)	1.20	828.00
		Total:	6.30	5,144.50

Client: Lehman
Matter: Hudson Yards

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Janice Mac Avoy	Partner	0.70	696.50
John A. Borek	Spec Counsel	1.10	874.50
Nazar Altun	Associate	1.20	828.00
Rachel Kravitz	Associate	27.70	15,927.50
	Totals	30.70	18,326.50

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/08/12	John A. Borek	Conference with R. Kravitz re: draft order (.2); review and revise draft order (.1).	0.30	238.50
02/08/12	Rachel Kravitz	Revise proposed order to reflect court's comments (2.4); review proposed order w/ J. Borek (.2)	2.60	1,495.00
02/09/12	Rachel Kravitz	Finalize proposed order for filing (1); direct service and filing issues (.4).	1.40	805.00
02/13/12	Rachel Kravitz	Research re: filings related to referee's report (obtain samples and review treatise for what must be included).	3.50	2,012.50
02/14/12	Rachel Kravitz	Review mortgage and loan regarding costs recoverable in foreclosure (2.3); Draft pleadings to accompany referee's report (1.7); draft referees report (2.3).	6.30	3,622.50
02/16/12	Janice Mac Avoy	Office conference with team to discuss strategy regarding court's status conference.	0.30	298.50
02/16/12	Rachel Kravitz	Revise proposed order of foreclosure (2.3); draft Trimont affidavit in support of referee's report (3.9).	6.20	3,565.00
02/17/12	Janice Mac Avoy	Communication with client regarding appointment of referee (.1); reviewing referee list (.3).	0.40	398.00
02/17/12	Rachel Kravitz	Revise pleadings relating to referee's report (3.4); research potential referees (.8); send email to opposing counsel re: proposed referees (.2)	4.40	2,530.00
02/21/12	Rachel Kravitz	Draft letter to court re: referee.	0.60	345.00
02/23/12	Nazar Altun	Review documents re: referee selection.	1.20	828.00
02/23/12	Rachel Kravitz	Revise letter to court (.5); call to opposing counsel re: referee selection (.5); file letter w/ court (.2)	1.20	690.00
03/05/12	John A. Borek	Conf's with R. Kravitz re: filing notice of entry (.2); review order (.2); review draft notice of entry (.2); t/c with K. Egan (NY County Supreme) and conf with E. Strecker re: filing notice of entry (.1); respond to R. Kravitz emails re: filing notice of entry (.1).	0.80	636.00
03/05/12	Rachel Kravitz	Review order (.2); draft email to client re: order (.4); draft, revise and send letter to opp. counsel re: referee (.6), draft notice of entry (.1), o/c re: filing of notice of entry w/ J. Borek (.2)	1.50	862.50

Client: Lehman
Matter: Hudson Yards

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
Total:			30.70	18,326.50

Client: Lehman
Matter: St. Vincents

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
06/13/11	Janice Mac Avoy	Telephone conference with Laurinda Martins regarding purchase of loan.	0.40	388.00
06/13/11	Laurinda Martins	TC with A. Barsanti and C.DeMartino (.2); TC with L. Parks and J. MacAvoy re same (.4); review co-lender (1.5).	2.10	1,354.50
06/14/11	Janice Mac Avoy	Reviewing judgment, complaint and co-lender.	0.60	582.00
06/15/11	Janice Mac Avoy	Telephone conference with client regarding background (.3); reviewing documents (.7).	1.00	970.00
06/15/11	Laurinda Martins	Review and discuss ICA and Co-lender (1.0); discuss letter (.2); revise same (.3).	1.50	967.50
06/15/11	Mark Siegmund	Reviewed co-lender and summarize same (2.5); discussed same with Laurinda Martins and J. Mac Avoy (.2).	2.70	1,404.00
06/16/11	Janice Mac Avoy	Letter to Borrower (.2); office conference with team (.2).	0.40	388.00
06/16/11	Laurinda Martins	Revise letter.	0.50	322.50
06/16/11	Mark Siegmund	Revised letter (2.0); discussed same with J. Mac Avoy (.2); drafted Pre-Negotiation Agreement (2.0).	4.20	2,184.00
06/21/11	Laurinda Martins	Review PNA.	0.20	129.00
Total:			13.60	8,689.50

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 1

Client: Lehman
Matter: Sandy Springs

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
06/14/11	Laurinda Martins	Reviewed transaction summary.	0.50	322.50
06/15/11	Laurinda Martins	TC with M. Rios re mezz foreclosure	0.20	129.00
06/16/11	Janice Mac Avoy	Office conference with Laurinda Martins (.3); review loan agreement, pledge agreement (.2).	0.50	485.00
06/16/11	Laurinda Martins	Reviewed loan documents (.3); t/c with J. MacAvoy re: same (.2).	0.50	322.50
06/17/11	Janice Mac Avoy	Telephone conference with client (.3); voice-mail with borrower (.1); communication with team regarding foreclosure (.2).	0.60	582.00
06/17/11	Laurinda Martins	CC with client and title company regarding foreclosure	0.80	516.00
06/17/11	Mark Siegmund	Attention to emails regarding review of loan documents between Lehman Brothers Holdings Inc., as Lender, and Lyon Spring Creek, LLC & Lyon Spring Creek II LLC, as Borrower (and related documents) (.3); reviewed said documents in preparation for report to L. Martins and J. Mac Avoy (.8).	1.10	572.00
06/18/11	Laurinda Martins	Emails and TC re mezz foreclosure	0.30	193.50
06/18/11	Mark Siegmund	Reviewed loan documents between Lehman Brothers Holdings Inc., as Lender, and Lyon Spring Creek, LLC & Lyon Spring Creek II LLC, as Borrower (and related documents) (1.2); prepared report on same in accordance with requests by Laurinda Martins and Janice Mac Avoy (.6).	1.80	936.00
06/19/11	Mark Siegmund	Reviewed loan documents between Lehman Brothers Holdings Inc., as Lender, and Lyon Spring Creek, LLC & Lyon Spring Creek II LLC, as Borrower (and related documents) (4.0); reported on same to Laurinda Martins following request (2.0).	6.50	3,380.00
06/20/11	Ann Sherman	Searched PLI website for articles on strict foreclosure of UCC mezzanine loans (.5). Sent citation list w/ terms in context and then downloaded requested full text (.1).	0.60	138.00
06/22/11	Janice Mac Avoy	Revising strict foreclosure notice (.4) voice-mail borrower counsel (.1).	0.50	485.00
06/22/11	Ann Sherman	Searched for form to give notice of proposal of full strict foreclosure under UCC 9 .	0.30	69.00
06/23/11	Janice Mac Avoy	Telephone conference with Borrower's counsel, M. Siegmund (.3); communication with client regarding UCC foreclosure (.8).	1.10	1,067.00
06/23/11	Mark Siegmund	Reviewed Sandy Springs loan documents in response to request and summarized applicable provisions in email (2.3); discussed same with Janice Mac Avoy (.3).	2.60	1,352.00
06/24/11	Janice Mac Avoy	Review of loan documents (.5); conference call with borrower (.4).	0.90	873.00

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 2

Client: Lehman
Matter: Sandy Springs

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
06/24/11	Laurinda Martins	TC re sandy springs with client.	0.10	64.50
06/24/11	Kara Friedman	Client call and subsequent call with Janice MacAvoy (.6); review meeting notes for email (.2).	0.80	488.00
06/24/11	Mark Siegmund	Conference call with borrower's counsel in Sandy Spring matter (.4); summarized issues and loan documents for Janice Mac Avoy (2.9).	3.30	1,716.00
06/27/11	Janice Mac Avoy	Summary to client.	0.60	582.00
07/05/11	Janice Mac Avoy	Telephone conference with client regarding status (.1); voice-mail with borrower (.1); telephone conference with F. Pillon regarding payment to borrower(.1).	0.30	291.00
07/07/11	Janice Mac Avoy	Communication with borrower.	0.20	194.00
07/08/11	Janice Mac Avoy	Telephone conference with Michael Alexander regarding DIL (.1); communication with client (.3).	0.40	388.00
07/11/11	Janice Mac Avoy	Telephone conferences with Laurinda Martins, M. Alexander.	0.60	582.00
07/11/11	Michael Alexander	Review loan documents (1.2); draft foreclosure (.8); correspondence (.6).	2.60	1,677.00
07/11/11	Mark Siegmund	Reviewed loan documents and summarized applicable provisions for team (1.1); discussed same with Michael Alexander (.6).	1.70	884.00
07/12/11	Janice Mac Avoy	Review borrower's proposal (1.1); Sr. loan documents (.1); communication with client (.1).	0.30	291.00
07/12/11	Michael Alexander	Correspondence (.1); draft foreclosure documents (1.1).	1.20	774.00
07/13/11	Janice Mac Avoy	Telephone conference with M. Rios, Michael Alexander, Laurinda Martins (.6); communication with client (.2).	0.80	776.00
07/13/11	Richard A. Wolfe	T/c with M. Alexander (.4). Emails to working group re gain recognition issues (.7).	1.10	1,067.00
07/13/11	Michael Alexander	T/c's (.6); correspondence re: tax issues (.4).	1.00	645.00
07/13/11	Mark Siegmund	Reviewed loan documents and summarized applicable provisions for team,	2.60	1,352.00
07/14/11	Janice Mac Avoy	Conference call with client (.2); follow-up with Lyon (.1); office conferences with Laurinda Martins and R. Sitman (.4); telephone conference with local counsel (.2).	0.90	873.00
07/14/11	Laurinda Martins	Discuss redemption documents (.4); drafting same (.8); conf call with client re same (.2).	1.60	1,032.00
07/14/11	Mark Siegmund	Reviewed and summarized provisions of loan documents in response to email from Janice Mac Avoy	0.40	208.00
07/14/11	Robert J. Sitman	Call with client and L. Martins re: transaction structure (.2); reviewed title report (1.0); commenced drafting of backstop indemnity (1.6).	2.80	1,456.00
07/15/11	Mark Siegmund	Attention to emails.	0.10	52.00
07/17/11	Andrew Frohlich	Reviewed title commitment (1.5); drafted title comments (1.0).	2.50	987.50

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 3

Client: Lehman
Matter: Sandy Springs

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
07/18/11	Laurinda Martins	Review emails re tax issues (.2); discuss redemption structure (.2); draft redemption documents (.8); review title summary and coordinate follow up review (.4); exchange of emails with local counsel re assignment (.4).	2.00	1,290.00
07/18/11	Robert J. Sitman	Drafted redemption agreements and backstop indemnity (2.5); reviewed title report and lien searches (.8).	3.30	1,716.00
07/18/11	Andrew Frohlich	Sandy Springs: prepared title report (.7); correspondence with title company re: back-up documentation (.2).	0.90	355.50
07/19/11	Laurinda Martins	Drafting settlement documents	3.40	2,193.00
07/20/11	Janice Mac Avoy	Telephone conference with Laurinda Martins regarding issues (.3); revising agreements (1.0).	1.30	1,261.00
07/20/11	Laurinda Martins	Draft redemption/settlement documents; CC with Client re term sheet and status (.5); call with J. Mac Avoy re: issues (.3); calls with R. Sitman re: documents (.5).	3.10	1,999.50
07/20/11	Robert J. Sitman	Drafted settlement agreement, backstop indemnity and redemption agreement (2.5); call with client (.5); calls/correspondence with L. Martins re: issues (.5).	3.50	1,820.00
07/21/11	Laurinda Martins	TC with Client re matter (.3); emails re same (.3).	0.50	322.50
07/21/11	Laurinda Martins	Discuss assignment documents with R. Sitman (.5); review and revise same (1.5); email to client re same (.3); review term sheet response to LNR and prepare comments thereto (.9).	3.20	2,064.00
07/21/11	Robert J. Sitman	Reviewed, revised and distributed settlement agreement, backstop indemnity and redemption agreement (1.5); correspondence with L. Martins re: same (.5).	2.00	1,040.00
07/21/11	Andrew Frohlich	Reviewed back-up documents to title report.	1.90	750.50
07/22/11	Janice Mac Avoy	Call with Borrower and AEW (.2); communication with client, team (.5); telephone conferences with Laurinda Martins (.5).	1.20	1,164.00
07/22/11	Laurinda Martins	TC re status of Redemption	0.50	322.50
07/25/11	Janice Mac Avoy	Telephone conference with Laurinda Martins regarding status.	0.30	291.00
07/25/11	Laurinda Martins	CC with J. Mac Avoy re open issues (.3); emails re same (.2).	0.50	322.50
07/26/11	Janice Mac Avoy	Communication with Laurinda Martins regarding strict foreclosure notice.	0.30	291.00
07/26/11	Laurinda Martins	TC with C.DeMartino re same (.4); revise foreclosure letter (.4); emails re same (.3).	1.10	709.50
07/26/11	Robert J. Sitman	Reviewed title materials and provided comments to A. Frohlich on summary thereof; meetings with A. Frohlich (.5).	1.70	884.00
07/26/11	Andrew Frohlich	Prepared title notes (3.8); meetings w/ R. Sitman (.5).	4.30	1,698.50
07/29/11	Janice Mac Avoy	Communication with client regarding foreclosure notice.	0.10	97.00
07/29/11	Laurinda Martins	Emails re status and notice letter	0.20	129.00

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 4

Client: Lehman
Matter: Sandy Springs

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
07/29/11	Robert J. Sitman	Coordinated distribution and delivery of foreclosure letter (.6); calls with L. Martins in connection therewith (.2).	0.80	416.00
08/01/11	Laurinda Martins	CC with client re comments to the redemption documents (.5); internal discussions re: same (.5).	1.00	645.00
08/01/11	Robert J. Sitman	Revised settlement documents (3.1); call with client re: same (.3); calls/meetings with L. Martins re: same (.4).	3.80	1,976.00
08/02/11	Janice Mac Avoy	Communication with Laurinda Martins.	0.30	291.00
08/02/11	Laurinda Martins	Discuss redemption documents (.2); correspondence re same (.3).	0.50	322.50
08/02/11	Robert J. Sitman	Revisions to settlement/redemption docs (.4); distribution of same (.2); distribution of strict foreclosure notice (.1).	0.70	364.00
08/05/11	Laurinda Martins	Discuss status (.3); prepare comments to loan documents (1.4).	1.70	1,096.50
08/10/11	Janice Mac Avoy	Telephone conference with Lyon (.8), follow-up with Laurinda Martins (.1).	0.90	873.00
08/10/11	Laurinda Martins	CC with Lyon and their counsel regarding agreements and open issues	0.80	516.00
08/10/11	Robert J. Sitman	Call with Lyon's counsel, J. Mac Avoy and L. Martins re: assignment in lieu documentation.	0.80	416.00
08/11/11	Janice Mac Avoy	Telephone conference with client, L. Martins, R. Sitman regarding borrower's comments to consensual transfer documents.	0.40	388.00
08/11/11	Laurinda Martins	Attention to emails (.4); cc with client re open issues (.5).	0.90	580.50
08/11/11	Robert J. Sitman	Call with client re: open issues in assignment-in-lieu documents.	0.50	260.00
08/16/11	Janice Mac Avoy	Telephone conference with Laurinda Martins regarding status.	0.20	194.00
08/16/11	Laurinda Martins	Emails re documents(.1); emails re status (.2); TC with C.DeMartino re same (.1)	0.40	258.00
08/18/11	Janice Mac Avoy	Conference call with borrower and borrower's counsel (.6); follow-up with Laurinda Martins regarding same (.5).	1.10	1,067.00
08/18/11	Laurinda Martins	Emails re status (.2); conf call regarding foreclosure (.8); discussions re same (.2)	1.20	774.00
08/19/11	Laurinda Martins	TC with C.DeMartino re status (.1); discuss same (.1).	0.20	129.00
08/22/11	Janice Mac Avoy	Revising strict foreclosure notice to borrower (.4); telephone conferences with team regarding same (.2).	0.60	582.00
08/22/11	Laurinda Martins	Review and revise assignment documents and notices (.8); TCs regarding same (.2)	1.00	645.00
08/22/11	Robert J. Sitman	Drafted assignment of equity interests and notice to borrower re: expiration of cure period and lender's acceptance of collateral in lieu of satisfaction of debt (3.3); correspondence with L. Martins and J. Mac Avoy in connection therewith (.4).	3.70	1,924.00

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 5

Client: Lehman
Matter: Sandy Springs

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/23/11	Janice Mac Avoy	Communication with Laurinda Martins and R. Sitman regarding strict foreclosure.	0.40	388.00
08/23/11	Laurinda Martins	TC with C. DeMartino re notices (.3); emails re same (.2)	0.60	387.00
08/23/11	Robert J. Sitman	Preparation of notice and coordination of distribution of same.	0.50	260.00
08/24/11	Janice Mac Avoy	Telephone conference with AEW counsel regarding foreclosure (.2); follow-up with Laurinda Martins regarding same.	0.40	388.00
08/24/11	Laurinda Martins	Several TCs with C.Demartino (.3); review documents re termination of management agreement (.2).	0.50	322.50
08/24/11	Robert J. Sitman	Call with client re: original foreclosure notices (0.3); reviewed consent to management agreement and prepared notice of termination of management contract in connection therewith (0.9).	1.20	624.00
08/25/11	Laurinda Martins	TC with Lyon's counsel (.2); follow up emails (.3)	0.50	322.50
08/25/11	Mark Siegmund	Reviewed loan documents and summarized relevant provisions of same in response to emails from Laurinda Martins and Janice Mac Avoy	0.70	364.00
08/26/11	Laurinda Martins	TC with borrower's counsel re foreclosure (.2); TCs with client re same (.3)	0.50	322.50
08/30/11	Laurinda Martins	Conf Call regarding post foreclosure items (1.0); follow up call with client (.2); emails re call (.1)	1.30	838.50
08/30/11	Robert J. Sitman	Reviewed property management agreements (0.3) and prepared summary of post-termination obligations of manager.	0.60	312.00
08/31/11	Laurinda Martins	Emails re status (.2); review summary of management (.1)	0.30	193.50
Total:			109.00	66,963.50

Client: Lehman
Matter: Sandy Springs

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/06/11	Janice Mac Avoy	Reviewing termination management agreement.	0.30	291.00
09/06/11	Laurinda Martins	Review comments to the backstop indemnity and prepare issues list (.8); TCs with client re same (.4)	1.20	792.00
09/06/11	Robert J. Sitman	Reviewed changes to Backstop Indemnity (0.6), call with client re: same (0.3); revisions to notice re: termination of management agreement (0.3).	1.20	660.00
09/07/11	Laurinda Martins	Emails re: termination notice.	0.20	132.00
09/08/11	Laurinda Martins	Emails backstop (.2); conference call with Lyon re same (.2); t/c with client re: same (.3).	0.70	462.00
09/09/11	Laurinda Martins	Discuss open issue with Client.	0.20	132.00
09/12/11	Robert J. Sitman	Reviewed senior loan agreement (0.7); prepared summary of certain SPE provisions for L. Martins in connection therewith (.3).	1.00	550.00
09/13/11	Laurinda Martins	Attention to emails and TC with P. Wexelman regarding same.	0.50	330.00
09/13/11	Robert J. Sitman	Prepared responses to client questions re: new entity to hold equity interests (0.7); call with client in connection therewith (0.3); reviewed loan agreement transfer provisions (0.8); call with L. Martins in connection therewith (0.3).	2.10	1,155.00
09/14/11	Laurinda Martins	Attention to emails re: termination letter.	0.30	198.00
09/14/11	Robert J. Sitman	Reviewed/distributed termination of property management agreement.	0.40	220.00
09/26/11	Laurinda Martins	Emails re: loan modification.	0.30	198.00
09/27/11	Laurinda Martins	Call with client regarding due diligence requests and management agreements.	0.50	330.00
09/27/11	Robert J. Sitman	Reviewed term sheet (0.5) and various correspondence from client re: transaction (0.30); call with client re: diligence items (0.7); coordinated distribution of diligence items (0.7).	2.20	1,210.00
09/28/11	Laurinda Martins	T/c with Lender's counsel re: open items; coordinate diligence.	0.60	396.00
09/28/11	Robert J. Sitman	Call with senior lender's counsel re: diligence items relating to restructuring.	0.70	385.00
Total:			12.40	7,441.00

Client: Lehman
Matter: Sandy Springs

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Janice Mac Avoy	Partner	2.10	2,037.00
Laurinda Martins	Associate	14.10	9,306.00
Robert J. Sitman	Associate	23.90	13,145.00
	Totals	40.10	24,488.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/04/11	Robert J. Sitman	Reviewed forbearance agreement term sheet and forbearance agreement (2.0); reviewed and distributed various senior loan documents to client (0.7).	2.70	1,485.00
10/05/11	Robert J. Sitman	Reviewed and marked-up forbearance agreement (2.5), reviewed underlying loan documents in connection therewith (1.0), correspondence with L. Martins in connection therewith (0.3)	3.80	2,090.00
10/07/11	Laurinda Martins	Discuss forbearance agreement with R. Sitman.	0.30	198.00
10/07/11	Robert J. Sitman	Reviewed forbearance agreement (0.5), meeting with L. Martins re: same (0.3)	0.80	440.00
10/10/11	Laurinda Martins	Reviewing LNR Agreement (2.7); emails to client re: same (.2).	2.90	1,914.00
10/10/11	Robert J. Sitman	Reviewed senior mortgage and prepared summary of reps and covenants for L. Martins (2.0); reviewed intercreditor agreement and prepared summary of foreclosure requirements for L. Martins (.8).	2.80	1,540.00
10/11/11	Janice Mac Avoy	Telephone communication with L. Martins re: forbearance agreement.	0.30	291.00
10/11/11	Laurinda Martins	Draft issues list re: forbearance agreement (1.5); t/c with client re same (1.0).	2.50	1,650.00
10/11/11	Robert J. Sitman	Reviewed and revised forbearance agreement (3.3); call with client in connection therewith (1.0); prepared summary of major issues set forth therein (1.5); reviewed and abstracted loan documents (2.0)	7.80	4,290.00
10/12/11	Laurinda Martins	CC with client re forbearance agreement (.5); review backstop and prepare comments thereto (.5)	1.00	660.00
10/12/11	Robert J. Sitman	Call with client re: Forbearance Agreement (0.6); prepared issues list for property manager (0.4); revisions to and review of Forbearance Agreement (1.2).	2.20	1,210.00
10/14/11	Janice Mac Avoy	Reviewing forbearance agreement.	0.50	485.00
10/14/11	Laurinda Martins	Review and revise forbearance agreement	1.00	660.00
10/14/11	Robert J. Sitman	Revisions to forbearance agreement (0.4); correspondence with L. Martins re: same (0.3).	0.70	385.00
10/15/11	Janice Mac Avoy	Communication with client re: indemnity.	0.20	194.00

Client: Lehman
Matter: Sandy Springs

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/17/11	Janice Mac Avoy	Telephone communication with L. Martins re: forbearance agreement.	0.20	194.00
10/17/11	Laurinda Martins	Emails with client re: forbearance agreement (.3); TC with client re open issues re: forbearance agreement (.4); TC with LNR's counsel re: forbearance agreement (.4).	1.10	726.00
10/17/11	Robert J. Sitman	Review forbearance agreement mark-up (0.3); call with LNR's counsel re: same (0.4); call with client re: same (0.4).	1.10	605.00
10/18/11	Janice Mac Avoy	Telephone communication with L. Martins re: forbearance agreement/backstop indemnity (.2); cc with client re: same (.5).	0.70	679.00
10/18/11	Laurinda Martins	CC with client re: forbearance/backstop indemnity; TC with C.DeMartino re: same.	0.90	594.00
10/18/11	Robert J. Sitman	Call with client, L. Martins and J. Mac Avoy re: forbearance agreement.	0.50	275.00
10/19/11	Laurinda Martins	Review emails from client re: backstop indemnity.	0.20	132.00
10/19/11	Robert J. Sitman	Reviewed backstop indemnity and client comments thereto (0.4); call with Lyon's counsel re: same (0.4).	0.80	440.00
10/20/11	Laurinda Martins	Emails with lender's counsel and with client regarding forbearance agreement.	0.30	198.00
10/20/11	Robert J. Sitman	Prepared summary of certain SPE provisions (0.5); correspondence with client and L. Martins in connection therewith (0.2).	0.70	385.00
10/24/11	Janice Mac Avoy	Telephone communication with L. Martins re: forbearance agreement.	0.20	194.00
10/24/11	Laurinda Martins	Emails with client regarding Forbearance Agreement and corrective documents (.5); TC with client re status (.4); TC to Lender's counsel re same (.1)	1.00	660.00
10/25/11	Laurinda Martins	TCs with client re open issues on forbearance agreement (.9); TC with Lender's counsel re same (.3); review emails from client re: same (.2).	1.40	924.00
10/26/11	Laurinda Martins	TC with client re open issues on forbearance agreement (.3); emails to client re: same (.2)	0.50	330.00
10/27/11	Laurinda Martins	Emails from lender's counsel and emails to client re: status of forbearance agreement.	0.30	198.00
10/31/11	Laurinda Martins	CC with client re: forbearance agreement (.4); TC with Lender's counsel re: same (.2); review emails from client re: same (.1)	0.70	462.00
Total:			40.10	24,488.00

Client: Lehman
Matter: Sandy Springs

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Janice Mac Avoy	Partner	0.40	388.00
Laurinda Martins	Associate	6.60	4,356.00
Robert J. Sitman	Associate	5.30	2,915.00
	Totals	12.30	7,659.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/01/11	Janice Mac Avoy	Revising Critter Capture settlement agreement.	0.40	388.00
11/01/11	Laurinda Martins	Revise settlement agreement (.6); emails to J. Mac Avoy re: same (.2); TC with Lender's counsel re: same (.2).	1.00	660.00
11/01/11	Robert J. Sitman	Reviewed critter capture settlement agreement.	0.40	220.00
11/02/11	Laurinda Martins	Discuss corrective assignments with client (.3); TC with LNR's counsel re: same (.2); emails re same (.2); review settlement agreement and prepare comments (.4); email with local counsel re same (.1).	1.20	792.00
11/03/11	Laurinda Martins	Reviewed settlement agreement.	0.30	198.00
11/03/11	Robert J. Sitman	Reviewed and commented on Critter Capture Settlement Agreement.	0.30	165.00
11/07/11	Laurinda Martins	Review and revise settlement agreement.	0.60	396.00
11/07/11	Robert J. Sitman	Reviewed and revised Critter Capture settlement agreement.	0.50	275.00
11/14/11	Laurinda Martins	Review email from Lender's counsel and draft email to client re: Forbearance Agreement.	0.20	132.00
11/14/11	Robert J. Sitman	Review lender re-draft of forbearance agreement (.5); prepare issues list in connection therewith (1.5).	2.00	1,100.00
11/15/11	Robert J. Sitman	Revisions to forbearance agreement issues list.	0.60	330.00
11/21/11	Laurinda Martins	Review Forbearance Agreement (.5); prepare issues list re: same (.5).	1.00	660.00
11/22/11	Laurinda Martins	TC with client re forbearance agreement (.4); TC with Lender's counsel re: same (.6); follow up TCs with client re: same (.5).	1.50	990.00
11/28/11	Robert J. Sitman	Reviewed issues lists (.4); prepared issues list for discussion with lender's counsel (.6).	1.00	550.00
11/30/11	Laurinda Martins	Draft and reply to emails with Lender's counsel and with the client regarding forbearance agreement (.6); exchange of emails with client re same (.2).	0.80	528.00
11/30/11	Robert J. Sitman	Summarized events of default provision of senior mortgage.	0.50	275.00
		Total:	12.30	7,659.00

Client: Lehman
Matter: Sandy Springs

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Janice Mac Avoy	Partner	0.30	291.00
Laurinda Martins	Associate	11.80	7,788.00
Robert J. Sitman	Associate	10.80	5,940.00
Steven Starr	Associate	1.40	644.00
	Totals	24.30	14,663.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/02/11	Laurinda Martins	TC with client re open issues on the forbearance agreement (.3); email to Lender's counsel re: same (.2).	0.50	330.00
12/12/11	Robert J. Sitman	Drafted LLC Agreement of Sandy Springs Holdings LLC (0.4); reviewed precedent (0.2) and Lehman entity information sheet (0.2).	0.80	440.00
12/13/11	Laurinda Martins	TC with Lender's counsel re: guarantor issue.	0.20	132.00
12/15/11	Janice Mac Avoy	Communication with team re: research re: automatic stay/bankruptcy waiver.	0.30	291.00
12/15/11	Laurinda Martins	Revise letter re: financials and forbearance agreement (3.9); review emails from Lender's counsel re: corrective assignments (.5)	4.40	2,904.00
12/15/11	Robert J. Sitman	Reviewed and revised L. Martins mark-up to forbearance agreement (.7) and cover letter re: guarantor (.3); email correspondence with L. Martins and J. Mac Avoy re: same (.3).	1.30	715.00
12/15/11	Steven Starr	Research re waiver of automatic stay in Georgia.	1.40	644.00
12/16/11	Laurinda Martins	Review emails with client re: guarantor and comments to the forbearance agreement.	0.80	528.00
12/19/11	Laurinda Martins	Review emails re: client comments to forbearance agreement (.3); CC with client re same (.4); revise forbearance agreement (.5); review and discuss corrective documents (.9); TC to Lender's counsel re same (.3); emails with client re: same (.2); TC with Client re replacement guarantor (.2); Review comments to letter agreement (.2)	3.00	1,980.00
12/19/11	Robert J. Sitman	Call with client re: forbearance agreement (0.4); revisions thereto and distribution thereof (0.5); reviewed corrective assignments and prepared summary thereof for L. Martins (2.6); call with lender's counsel re: corrective assignments (0.3); correspondence with L. Martins and M. Barker re: corrective assignments (0.4).	4.20	2,310.00
12/22/11	Laurinda Martins	Revise letter re: guarantor.	0.30	198.00
12/23/11	Robert J. Sitman	Review assignment/correction documentation.	1.00	550.00

Client: Lehman
Matter: Sandy Springs

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/27/11	Laurinda Martins	Review emails with client re: guarantor letter and corrective assignments.	0.20	132.00
12/27/11	Robert J. Sitman	Reviewed corrective assignment documents (1.0) and prepared summary of issues relating thereto (1.2).	2.20	1,210.00
12/28/11	Laurinda Martins	Discuss guarantor letter with client (.2); revise same (.2); review emails re: same (.1); discuss corrective assignments (.2); emails with Lender's counsel re: same (.1).	0.80	528.00
12/29/11	Laurinda Martins	TC with Lender's counsel re: corrective assignments.	0.30	198.00
12/29/11	Robert J. Sitman	Reviewed forbearance agreement mark-up (1.0); call with LNR's counsel and L. Martins re: corrective assignments (.3).	1.30	715.00
12/30/11	Laurinda Martins	Review forbearance agreement (.3); TC with Lender's counsel re comments to same (.6); follow up emails with client re: same (.4).	1.30	858.00
Total:			24.30	14,663.00

Client: Lehman
Matter: Sandy Springs

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Laurinda Martins	Associate	38.30	26,427.00
Robert J. Sitman	Associate	52.40	30,130.00
	Totals	90.70	56,557.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/03/12	Laurinda Martins	Coordinate delivery of guarantor financials (.4); review confidentiality letter (.5); coordinate due diligence deliverables (.4).	1.30	897.00
01/03/12	Robert J. Sitman	Reviewed and coordinated title and lien searches (0.7); internal correspondence with L. Martins re: open issues re: forbearance (0.4); reviewed underlying loan provisions, per client request (0.4).	1.50	862.50
01/04/12	Laurinda Martins	Review open issues and emails with client re closing deliverables (.6); tc with client re open issues re: forbearance (.5).	1.10	759.00
01/04/12	Robert J. Sitman	Call with client re: open issues/action items re: forbearance (0.5); follow-up re: open issues/action items (0.5); prepared summary of recourse provisions and financial covenants (0.8); reviewed loan documents re: cure periods (0.4); research/correspondence with local/tax counsel re: assignment of LLC interests (0.8); coordinated diligence (0.6).	3.60	2,070.00
01/05/12	Laurinda Martins	Coordinate deliverables (.6); emails with client re guarantor financials (.3).	0.90	621.00
01/05/12	Robert J. Sitman	Revisions to LLC Agreement (0.3); prepared draft of Assignment of LLC Interests (0.7).	1.00	575.00
01/06/12	Laurinda Martins	Emails with Lender's counsel re corrective assignments (.2); emails with client re LOC (.2); emails with client re guarantor financials (.2); TC with client re same (.3).	0.90	621.00
01/06/12	Robert J. Sitman	Reviewed guarantor financials letter for L. Martins.	0.30	172.50
01/09/12	Laurinda Martins	Coordinate deliverables (.3); review emails with R. Sitman re: title issues (.2); review title report and lien searches (.6).	1.10	759.00
01/09/12	Robert J. Sitman	Reviewed updated title report (1.0) and prepared summary of issues contained therein (0.5); reviewed revised forbearance agreement (0.5); distribution of diligence materials to LNR counsel (0.5).	2.50	1,437.50
01/10/12	Laurinda Martins	Review loan documents (.4); review FB Agreement (.7); CC with client re same (1.0).	2.10	1,449.00

Client: Lehman
Matter: Sandy Springs

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/10/12	Robert J. Sitman	Call with client and L. Martins re: Forbearance Agreement (1.0); reviewed underlying loan documents (0.8); various distributions in connection therewith (0.5).	2.30	1,322.50
01/11/12	Laurinda Martins	Coordinate deliverables (.4); TC with B.Cooper re opinion letter (.5).	0.90	621.00
01/11/12	Robert J. Sitman	Drafted resolutions (1.5); correspondence with, and distribution of documents to, local counsel (0.5); correspondence with Lender's counsel re: diligence deliverables (0.2).	2.20	1,265.00
01/12/12	Laurinda Martins	Revise Forbearance Agreement.	1.50	1,035.00
01/13/12	Laurinda Martins	Review emails with clients and R. Sitman re: diligence deliverables (.3); discuss open issues re: forbearance agreement with R. Sitman (.4); review Forbearance Agreement (.7); revise loan documents (1.0); TC with Lender's counsel re: open issues on forbearance agreement (.3); TCs with client re: open issues on forbearance agreement and corrective assignment documents (.4).	3.10	2,139.00
01/13/12	Robert J. Sitman	Prepared resolutions, certificates and assignment documentation (2.0); email correspondence with L. Martins and client re: forbearance agreement (0.4); revised and distributed forbearance agreement (0.5).	2.90	1,667.50
01/17/12	Laurinda Martins	Review revised draft of legal opinion (.4); review loan documents and prepare comments (1.7); coordinate diligence items (.5); TCs with client re: open issues on forbearance agreement, ancillary loan documents and corrective assignment documents (.8); review emails with client and R. Sitman re status and open items re: forbearance agreement (.5).	3.90	2,691.00
01/17/12	Robert J. Sitman	Reviewed enforceability opinion (0.4); revised and distributed closing checklist (0.3); correspondence with L. Martins re: transaction status (0.2); revisions to resolutions, assignment and intercreditor certificate (1.5); reviewed revised corrective assignment documents (0.4); reviewed guaranty and termination of guaranty (0.6); various document distributions to client and LNR's counsel (0.4).	3.80	2,185.00
01/18/12	Laurinda Martins	Review and discuss organizational documents with client and R. Sitman (.7); coordinate misc deliverables (.5); discuss lien issue with M. Rios (.3).	1.50	1,035.00
01/18/12	Robert J. Sitman	Reviewed/commented on revised loan documents (1.5); calls with client and L. Martins re: title issues, document status; forbearance agreement issues (1.0); revisions to organizational documents and correspondence relating thereto (1.3).	3.80	2,185.00
01/19/12	Laurinda Martins	Review loan document and prepare comments (1.2); coordinate open/pending items (.3); TC with lender's counsel re: open issues on forbearance agreement (.3); review comments to the assignment of management agreement (.3); TC with M.Rios re same (.4).	2.50	1,725.00

Client: Lehman
Matter: Sandy Springs

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/19/12	Robert J. Sitman	Revisions to loan documents and organizational documents (4.0), calls with client and lender's counsel re: forbearance agreement (.7); prepared delivery of corrective assignment documents (.7);	5.40	3,105.00
01/20/12	Laurinda Martins	Coordinate deliverables (.4); emails with R. Sitman and Lender's counsel re: status of transaction (.6); TC with client re: diligence deliverables and letter of credit (.4); TC with lender's counsel re: letter of credit (.2).	1.60	1,104.00
01/20/12	Robert J. Sitman	Reviewed co-lender agreement (0.4), prepared and circulated organizational chart and various internal organizational docs (0.2); correspondence with L. Martins and LNR's counsel re: status of transaction (0.2).	0.80	460.00
01/23/12	Laurinda Martins	Review revised forbearance documents (2.5); TC with client re same (.5); review corrective assignments and underlying documents (.7); Discuss DACA and other open issues with client (.8).	4.20	2,898.00
01/23/12	Robert J. Sitman	Drafted, revised and reviewed resolutions and organization documents of various entities (1.2), calls with client re: same (0.5); revisions to loan documents and distribution thereof (1.0); call with client re: forbearance agreement (0.4); reviewed forbearance agreement mark-up (0.3), prepared and distributed issues list re: forbearance agreement (0.4); prepared form title affidavit (0.5).	4.30	2,472.50
01/24/12	Laurinda Martins	Prepare comments to forbearance documents (1.0); TCs with client re open issues re: forbearance (.7); coordinate opinion and other closing deliverables (.6).	2.30	1,587.00
01/24/12	Robert J. Sitman	Revisions to assignment agreement and resolutions (0.6); correspondence with client re: same (0.4); reviewed and commented on revised loan documents (1.0); reviewed LNR comments to opinion (0.5); call with client re: corrective assignment documentation (0.3).	2.80	1,610.00
01/25/12	Laurinda Martins	Emails with client and local counsel re: diligence deliverables (.3); coordinate closing deliverables (.3); TC with client re financial's and signatures (.4).	1.00	690.00
01/25/12	Robert J. Sitman	Coordinated good standing certificates with client and local counsel (0.4); prepared and distributed mark-ups to forbearance agreement and subordination of management agreement (1.2); correspondence with L. Martins and client re: signatures (0.4).	2.00	1,150.00
01/26/12	Laurinda Martins	Coordinate closing deliverables (.3); revised loan documents (.9); TCs with client re same (.5).	1.70	1,173.00
01/26/12	Robert J. Sitman	Revisions to, and distribution of, organizational documents based on revised structure (1.0); reviewed secretary's certificates (0.4); revisions to title affidavit, forbearance agreement and termination of intercreditor agreement (1.0); various email correspondences with client and L. Martins re: status of transaction (0.5).	2.90	1,667.50

Client: Lehman
Matter: Sandy Springs

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/27/12	Laurinda Martins	Coordinate closing deliverables and open issues (1.7); TCs w. client re same (1.0); TCs with lender's counsel re: open items and closing (.5).	3.20	2,208.00
01/27/12	Robert J. Sitman	Coordinated closing mechanics and signature pages (2.2); calls with client, lender's counsel and L. Martins re: closing (0.5); revisions to corrective assignments (0.3); drafted notice provision for insertion in Forbearance Agreement (0.3); reviewed/commented on LOC (0.4); various document distributions (0.4).	4.10	2,357.50
01/29/12	Robert J. Sitman	Reviewed revised drafts of forbearance agreement and subordination of management agreement (0.6) and prepared issues list re: same (0.6).	1.20	690.00
01/30/12	Laurinda Martins	Review revised documents re: forbearance (1.0); TCs with client re same (.6); TC with lender's counsel re comments to forbearance (.4); emails with client re: organizational documents and diligence deliverables (.8).	2.80	1,932.00
01/30/12	Robert J. Sitman	Various calls with client, lender's counsel and L. Martins re: closing (0.8); revised and distributed mark-up of termination of intercreditor agreement and forbearance agreement (0.6); drafted and revised joinder to property management agreement (0.7); reviewed underlying loan documents for Independent Director issues (0.6); calls with client re: forbearance agreement waterfall issues (0.6).	3.30	1,897.50
01/31/12	Laurinda Martins	Emails with client re: closing and open items re: closing.	0.70	483.00
01/31/12	Robert J. Sitman	Revisions to and distributions of corrective assignment documents (1.0); calls with client and L. Martins re: closing (0.4); coordinated closing mechanics (0.3).	1.70	977.50
Total:			90.70	56,557.00

Client: Lehman
Matter: Sandy Springs

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Meyer Last	Partner	3.00	2,985.00
Robert J. Sitman	Associate	19.50	11,212.50
	Totals	22.50	14,197.50

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/01/12	Robert J. Sitman	Correspondence with client, L. Martins and lender's counsel re: closing (1.0); prepare signature pages and corrective assignments (0.3).	1.30	747.50
02/03/12	Meyer Last	T/c Halperin re: cash deposit in lieu of LOC side letter.	0.20	199.00
02/08/12	Robert J. Sitman	Reviewed and marked-up side letter re: cash deposit in lieu of LOC (1.2); correspondence with client re: same (0.3).	1.50	862.50
02/09/12	Meyer Last	Review escrow letter and email re same (.4); review and revise DACA (.4).	0.80	796.00
02/09/12	Robert J. Sitman	Reviewed and commented on DACA (1.8); correspondence with client and M. Last re: same (0.3); drafted escrow letter (0.7); coordinated closing mechanics and distributions (0.7).	3.50	2,012.50
02/10/12	Meyer Last	T/c's Lehman and LNR re: DACA and cash deposit side letter (.5); Draft escrow agreement and arrange escrow (1.5).	2.00	1,990.00
02/10/12	Robert J. Sitman	Coordinate closing mechanics and document distributions (1.9); drafting/negotiating/reviewing DACA (0.5); coordinate escrow arrangement (1.0); correspondence with all parties regarding the foregoing (0.7).	4.10	2,357.50
02/13/12	Robert J. Sitman	Coordinated post-closing requirements/deliverables (0.7); correspondence with Wells, client and LNR re: DACA issues (0.5).	1.20	690.00
02/14/12	Robert J. Sitman	Review escrow arrangement and Wells Fargo DACA.	1.80	1,035.00
02/15/12	Robert J. Sitman	Review escrow transfer (0.6); correspondence with client in connection therewith (0.4).	1.00	575.00
02/16/12	Robert J. Sitman	Distribution of all closing documents in response to clients request therefor.	0.50	287.50
02/27/12	Robert J. Sitman	Reviewed amendment to forbearance agreement; correspondence with client re: lockbox requirements.	3.70	2,127.50
03/05/12	Robert J. Sitman	Correspondence with client and property manager re: deposit account set-up.	0.60	345.00
03/06/12	Robert J. Sitman	Reviewed account control setup package.	0.30	172.50
		Total:	22.50	14,197.50

Client: Lehman
Matter: Broad Street

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
07/20/11	Adrienne Bernard	Review zoning lot development agreement and history of correspondence re damages and access to 41 Broad (2.0); multiple telephone confereces with Halperin and Palmer re: same (1.5).	3.50	2,660.00
07/21/11	Carol Rosenthal	Conference regarding GCT sale and property interests (.7); follow up and review notes to prepare for call (.3).	1.00	940.00
07/21/11	Adrienne Bernard	Prepare for and attend meeting w/client, 41 Broad and receivers to discuss facade work and required easements issues.	2.80	2,128.00
07/25/11	Adrienne Bernard	Review draft license agreement (1.0); emails to client re identified issues (0.8).	1.80	1,368.00
07/26/11	Adrienne Bernard	Draft email to client re questions/issues in drafting revisions to license agreement.	0.50	380.00
07/28/11	Adrienne Bernard	Multiple telephone conferences with Z. Bernstein and T. Golomb re: license agreement.	1.00	760.00
07/28/11	Adrienne Bernard	Email with J. Halperin re: preparation of license agreement (.8); emails with J. Kim re: revised agreement (.2).	1.00	760.00
07/28/11	Adrienne Bernard	Review and revise license agreement.	5.00	3,800.00
07/28/11	Tal Golomb	Revise license agreement concerning 25 Broad Street and 45 Broad Street	3.20	2,112.00
07/28/11	Zachary Bernstein	Prepare construction license and release agreement.	4.80	2,928.00
07/29/11	Carol Rosenthal	Telephone conference with H. Chen regarding review of property interests.	0.30	282.00
07/29/11	Adrienne Bernard	Conf call with Bernstein re: comments on revised agreement (.8); emails with J. Halperin re: same (.2).	1.00	760.00
07/29/11	Tal Golomb	Revise license agreement regarding 25 Broad Street and 45 Broad Street.	2.10	1,386.00
07/29/11	Zachary Bernstein	Prepare draft license agreement with respect to 25 Broad Street, 41 Broad Street, and 45 Broad Street.	3.10	1,891.00
07/29/11	Zachary Bernstein	Teleconference with J. Palmer regarding draft license agreement.	0.20	122.00
07/29/11	Zachary Bernstein	Correspondence with counsel to receivers for 25 Broad Street and 45 Broad Street with respect to draft license agreement.	0.20	122.00
08/01/11	Adrienne Bernard	Review comments from Boyd and Stroock, conf. Z. Bernstein re same.	1.00	760.00
08/01/11	Zachary Bernstein	Review comments from J. Kim at Stroock, B. Boyd at Meister Seelig to proposed license and release agreement (1.0); Prepare revised draft license and release agreement (2.0).	3.00	1,830.00

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 2

Client: Lehman
Matter: Broad Street

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/02/11	Adrienne Bernard	Review Stroock comments on draft (1.2); conference Z. Bernstein re: same; conference and telephone conference with client re: same (1.4).	2.60	1,976.00
08/02/11	Zachary Bernstein	Preparation and teleconferences with J. Halperin, J. Palmer, J. Kim regarding license and release agreement.	1.30	793.00
08/02/11	Zachary Bernstein	Prepare revised draft license and release agreement.	2.20	1,342.00
08/03/11	Adrienne Bernard	Revise draft license agreement (2.0); conference Z. Bernstein re: same (1.2); draft distribution email (2.0).	5.20	3,952.00
08/04/11	Adrienne Bernard	Email to J. Kim re client agreement, t/c J. Palmer re same.	0.40	304.00
08/05/11	Adrienne Bernard	Review revised agreement (0.8); multiple teleconferences with Z. Bernstein re: same (0.7)	1.50	1,140.00
08/05/11	Zachary Bernstein	Prepare and distribute revised draft Construction License, Access, and Release Agreement with respect to 25 Broad Street and 45 Broad Street.	3.00	1,830.00
08/08/11	Zachary Bernstein	Review correspondence from B. Boyd, J. Palmer regarding draft Access, License and Release Agreement.	0.60	366.00
08/09/11	Adrienne Bernard	T/C J. Kim re status of comments.	0.20	152.00
08/09/11	Zachary Bernstein	Prepare Construction, Access License, and Release Agreement.	0.50	305.00
08/10/11	Jonathan L. Mechanic	Multiple telephone conferences regarding construction issues.	0.50	497.50
08/10/11	Adrienne Bernard	T/C Z. Bernstein re t/c and email to J. Kim.	0.40	304.00
08/10/11	Zachary Bernstein	Correspondence with clients and J. Kim at Stroock regarding License and Release Agreement.	0.80	488.00
08/11/11	Jonathan L. Mechanic	Telephone conference with Joelle Halperin.	0.30	298.50
08/15/11	Zachary Bernstein	Review correspondence regarding draft license and release agreement.	0.10	61.00
08/16/11	Adrienne Bernard	T/C Eva Talel re open issues on agreement, draft email re conversation.	0.80	608.00
08/16/11	Zachary Bernstein	Correspondence regarding proposed License and Release Agreement.	0.20	122.00
08/18/11	Adrienne Bernard	T/C Talel and Kim re waterproofing and open issues, email to client re same.	0.80	608.00
08/18/11	Zachary Bernstein	Correspondence regarding release agreement.	0.30	183.00
08/23/11	Janice Mac Avoy	Telephone conference with Bernard; reviewing foreclosure order.	0.30	291.00
08/23/11	Adrienne Bernard	Emails to client re comments from Stroock; t/conf. J. MacAvoy re bankruptcy proceedings.	0.50	380.00
08/24/11	Adrienne Bernard	Review comments on License Agreement from Stroock (1.5); review pleadings (1.0).	2.50	1,900.00
08/25/11	Adrienne Bernard	Conference call with Palmer and Halperin re: pleadings, license and presentation of TDRs (1.6); draft email re: comments on pleadings to David J. Kallen (0.6).	1.20	912.00

Client: Lehman
Matter: Broad Street

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/26/11	Adrienne Bernard	Email to R. Anderson re preservation of 25 Broad development rights.	0.10	76.00
08/29/11	Adrienne Bernard	Review zoning lot development agreement, Building Code and Bldg. Dept. pre-con re preservation of development rights and access to 35-41 for local law 11 work; t/c R. Anderson re same.	1.00	760.00
08/29/11	Zachary Bernstein	Review documentation regarding preconditions to consolidation of tax lots and development of 45 Broad Street.	0.70	427.00
08/30/11	Adrienne Bernard	Conference call with client and Robert Anderson re: Bldgs. Dept. pre-con, preservation of development rights and access to 35-41 for local law 11 work (0.6); review Bldg. Code provisions re: same (0.3); emails re: same (0.3).	1.20	912.00
08/30/11	Zachary Bernstein	Teleconference with J. Palmer, J. Halperin, R. Anderson regarding rights to perform demolition and facade work (0.7); review Building Code regulations regarding rights and requirements with respect to adjacent property (0.8).	1.50	915.00
08/31/11	Adrienne Bernard	Multiple t/c and emails to client, Anderson and D. Skaller re Bldg. Dept. process to do 25 Broad work without access to 35-41 Broad.	1.60	1,216.00
08/31/11	Adrienne Bernard	Draft access demand letter to 35-41 Broad pursuant to Building Code provision.	1.80	1,368.00
08/31/11	Zachary Bernstein	Prepare draft letter regarding access to 41 Broad Street required for demolition and facade work.	1.00	610.00
Total:			70.60	50,086.00

Client: Lehman
Matter: Broad Street

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/01/11	Adrienne Bernard	Emails re need for letter to 41 Broad requesting access (.8); review draft pleadings and send email w/comments (1.0).	1.80	1,368.00
09/07/11	Adrienne Bernard	Review Skaller redraft of access letter to 41 Broad (.6); meeting w/Justin Palmer and LCOR and conf call with receivers and counsel re strategy for access to 41 Broad and preservation of floor area on 25 Broad (.9).	1.50	1,140.00
09/07/11	Zachary Bernstein	Review status and strategy with respect to demolition and negotiations.	0.20	129.00
09/08/11	Adrienne Bernard	Email to M. Slama re preservation of TDR's (.3); review revised access letter; email re same (.8).	1.10	836.00
09/12/11	Adrienne Bernard	Draft response to E. Talel on status of access agreement (.9), multiple emails and t/cs client and receiver re same (.6).	1.50	1,140.00
09/14/11	Jonathan L. Mechanic	Lehman/25 Broad Street - Regarding 41 Broad Street.	0.30	298.50
09/14/11	Adrienne Bernard	Telephone conference with E. Talel to discuss comments on license agreement.	1.00	760.00
09/15/11	Jonathan L. Mechanic	Telephone conversation with L. Boxer; telephone conversation with A. Bernard.	0.30	298.50
09/15/11	Adrienne Bernard	Multiple emails regarding payment of Stroock legal fees.	0.30	228.00
09/16/11	Jonathan L. Mechanic	Telephone conferences with L. Boxer, A. Bernard and J. Halperin and review letters.	1.00	995.00
09/16/11	Zachary Bernstein	Prepare revised license and release agreement.	1.00	645.00
09/18/11	Zachary Bernstein	Prepare revised license and release agreement.	2.00	1,290.00
09/19/11	Tal Golomb	Attention to revised license agreement.	2.10	1,386.00
09/19/11	Zachary Bernstein	Prepare revised license and release agreement (1.4); Correspondence with J. Kim, J. Palmer, D. Skaller regarding revised license and release agreement (.6).	2.00	1,290.00
09/20/11	Tal Golomb	Ofc conf w/Z. Bernstein (.3); call w/P. Wexelman; attention to comments (.8).	1.10	726.00
09/20/11	Zachary Bernstein	Review and revise license and release agreement (2.0); Teleconferences and correspondence with receivers and clients regarding license and release agreement (2.0).	4.00	2,580.00
09/21/11	Jonathan L. Mechanic	Multiple telephone conversations and office conferences regarding settlement agreement.	1.00	995.00
09/21/11	Jonathan L. Mechanic	Telephone conversation with L. Boxer re: proposed settlement.	0.40	398.00
09/21/11	Tal Golomb	Multiple calls re license (.8); ofc conf w/Z. Bernstein re same (.6); attention to draft (1.2).	2.60	1,716.00
09/21/11	Zachary Bernstein	Negotiate and draft license and access agreement.	5.00	3,225.00

Client: Lehman
Matter: Broad Street

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09/22/11	Jonathan L. Mechanic	Telephone conversations regarding proposed settlement.	0.50	497.50
09/22/11	Janice Mac Avoy	Telephone communications with J. Mechanic, Z. Bernstein re: access agreement.	0.50	485.00
09/22/11	Zachary Bernstein	Correspondence and teleconferences with project team regarding dispute with owner of 41 Broad Street.	1.00	645.00
09/23/11	Janice Mac Avoy	Communication with Z. Bernstein, J. Mechanic re: response to Stroock.	0.30	291.00
09/23/11	Zachary Bernstein	Review revised license and release agreement and prepare issues list (1.0); Correspondence with clients and receivers regarding issues list (.5).	1.50	967.50
09/26/11	Adrienne Bernard	Review revised agreements (.4); telephone conference with J. Palmer and P. Wexelman regarding next steps (.3).	0.70	532.00
09/26/11	Zachary Bernstein	Correspondence and teleconferences regarding release and license agreement.	1.00	645.00
09/27/11	Janice Mac Avoy	Office communication with A. Bernard re: response to Stroock.	0.30	291.00
09/27/11	Adrienne Bernard	Conference call with client regarding easement for lot line windows (.2); draft response to Boyd email and Stroock mark-up (.4); telephone conference with Mc Avoy regarding same (.2).	0.80	608.00
09/27/11	Zachary Bernstein	Correspondence with receivers and client regarding response to revised license and access agreement.	0.80	516.00
09/28/11	Adrienne Bernard	Draft response to Stroock regarding agreement and Boyd regarding indemnity.	0.50	380.00
09/28/11	Zachary Bernstein	Correspondence with Stroock and Receivers regarding license and access agreement.	0.30	193.50
Total:			38.40	27,495.50

Client: Lehman
Matter: Broad Street

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Adrienne Bernard	Spec Counsel	3.00	2,280.00
Zachary Bernstein	Associate	3.90	2,515.50
	Totals	6.90	4,795.50

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/03/11	Zachary Bernstein	Review correspondence regarding site safety plan and access to 41 Broad Street.	0.10	64.50
10/21/11	Adrienne Bernard	Conference call with Team regarding settlement proposal.	1.00	760.00
10/25/11	Zachary Bernstein	Review settlement memorandum and court petition regarding access to 41 Broad Street.	1.00	645.00
10/26/11	Adrienne Bernard	Conference call with Team regarding settlement proposal.	1.00	760.00
10/26/11	Zachary Bernstein	Review RPAPL petition and zoning lot development agreement (.8); Teleconference with receivers, LCOR, and client regarding negotiation with Stroock for access to 41 Broad Street (1.0).	1.80	1,161.00
10/28/11	Adrienne Bernard	Review Skaller/Jacobs memorandum regarding response to 41 Broad settlement proposal (.4); mark up and comment on same (.6).	1.00	760.00
10/28/11	Zachary Bernstein	Review response to Stroock regarding RPAPL proceeding.	0.80	516.00
10/31/11	Zachary Bernstein	Review correspondence regarding response to Stroock with respect to RPAPL proceeding.	0.20	129.00
		Total:	6.90	4,795.50

Client: Lehman
Matter: Broad Street

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Jonathan L. Mechanic	Partner	1.60	1,592.00
Adrienne Bernard	Spec Counsel	1.60	1,216.00
Zachary Bernstein	Associate	3.20	2,064.00
Rachel Kravitz	Associate	3.90	2,145.00
	Totals	10.30	7,017.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/02/11	Zachary Bernstein	Correspondence with B. Boyd regarding order to show cause with respect to foreclosure action.	0.30	193.50
11/02/11	Rachel Kravitz	Review order to show cause and emails re: same.	1.20	660.00
11/03/11	Adrienne Bernard	Conference call with team regarding settlement proposal.	0.60	456.00
11/03/11	Zachary Bernstein	Review motion to intervene in foreclosure (.4); Teleconference and correspondence with J. Palmer and J. Halperin regarding same (.3); Preparation and teleconference with clients and outside counsel regarding same (.8).	1.50	967.50
11/03/11	Rachel Kravitz	Review documents related to order to show cause (2.5); discuss matter w/ Z. Bernstein (.2).	2.70	1,485.00
11/08/11	Adrienne Bernard	Prepare comments on 25 Broad settlement memorandum (.7); emails with client regarding same and adjournment of order to show cause (.3).	1.00	760.00
11/08/11	Zachary Bernstein	Review correspondence regarding order to show cause with respect to 41 Broad Street.	0.60	387.00
11/09/11	Zachary Bernstein	Review correspondence regarding order to show cause with respect to 41 Broad Street.	0.40	258.00
11/10/11	Zachary Bernstein	Review correspondence from B. Boyd regarding court proceedings.	0.10	64.50
11/15/11	Zachary Bernstein	Review correspondence from bankruptcy counsel and counsel for receivers regarding order to show cause by 41 Broad Street owner.	0.30	193.50
11/21/11	Jonathan L. Mechanic	Telephone conference with Lenny Boxer re: construction date (.3); telephone conference with Joelle Halperin re: same (.2).	0.50	497.50
11/22/11	Jonathan L. Mechanic	Telephone conversation with Joelle Halperin re: construction date (.2); telephone conversation with Lenny Boxer re: same (.1).	0.30	298.50
11/29/11	Jonathan L. Mechanic	Telephone conversation with Lenny Boxer re: construction date (.2); telephone conversation with Joelle Halperin re: same (.2).	0.40	398.00

Client: Lehman
Matter: Broad Street

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/30/11	Jonathan L. Mechanic	Telephone conversation with Joelle Halperin re: construction date (.2); telephone conversation with Lenny Boxer re: same (.2).	0.40	398.00
		Total:	10.30	7,017.00

Client: Lehman
Matter: Broad Street

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Jonathan L. Mechanic	Partner	3.70	3,681.50
Adrienne Bernard	Spec Counsel	21.30	16,188.00
Zachary Bernstein	Associate	0.30	193.50
	Totals	25.30	20,063.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/01/11	Jonathan L. Mechanic	Telephone conversation with L. Boxer re: open issues on license (.2); telephone conversation with J. Halperin re: same (.2).	0.40	398.00
12/02/11	Jonathan L. Mechanic	Telephone conferences with Lenny Boxer and Joelle Halperin regarding proposed settlement (.5); telephone conferences regarding postponing bankruptcy court motion (.5).	1.00	995.00
12/06/11	Adrienne Bernard	Incorporation of settlement terms into license agreement.	0.80	608.00
12/09/11	Adrienne Bernard	Telephone conference with D. Degenshein regarding open issues on license agreement (.3); review release agreement and settlement emails (2.0).	2.30	1,748.00
12/09/11	Zachary Bernstein	Teleconferences with A. Bernard, D. Degenshein regarding settlement discussions.	0.30	193.50
12/12/11	Adrienne Bernard	Review correspondence regarding open issues related to license agreement (.6); send license agreement to team (.2).	0.80	608.00
12/13/11	Adrienne Bernard	Site visit to 41 Broad (.5); conference with D. Degenshein regarding open issues related to license agreement (.5).	1.00	760.00
12/14/11	Jonathan L. Mechanic	Meeting to resolve open issues on wall repair and Local Law 11.	2.00	1,990.00
12/14/11	Jonathan L. Mechanic	Telephone conference with Joelle Halperin re: license agreement.	0.30	298.50
12/14/11	Adrienne Bernard	All hands meeting with 41 Broad owner, 25 Broad receiver and client to resolve open issues on license/settlement agreement (2.0); revise draft agreement to incorporate agreements (4.5).	6.50	4,940.00
12/15/11	Adrienne Bernard	Revise license agreement (4.5); email to client regarding same (.5); telephone conference with D. Degenshein (.2) and email J. Halperin regarding adjournment of response in bankruptcy proceedings (.3).	5.50	4,180.00

Client: Lehman
Matter: Broad Street

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/16/11	Adrienne Bernard	Revise agreement to respond to J. Halperin comments (.2); telephone conference with J. Halperin regarding same (2.0).	2.20	1,672.00
12/19/11	Adrienne Bernard	Further revise agreement to respond to Martinelli & Palmer comments (1.8); email agreement to D. Degenshein (.1).	1.90	1,444.00
12/20/11	Adrienne Bernard	Telephone conference with D. Degenshein regarding open issues for license agreement.	0.30	228.00
Total:			25.30	20,063.00

Client: Lehman
Matter: Broad Street

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Jonathan L. Mechanic	Partner	1.30	1,332.50
Adrienne Bernard	Spec Counsel	15.90	12,640.50
	Totals	17.20	13,973.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/05/12	Adrienne Bernard	Telephone conference with D. Degenshein (.2) and email to client (.3) regarding open issues on license agreement.	0.50	397.50
01/09/12	Adrienne Bernard	Review D. Degenshein redraft of license agreement (2.0); draft emails to client and J. Mechanic regarding comments to same (1.2).	3.20	2,544.00
01/10/12	Adrienne Bernard	Emails regarding conference call with client on comments to revised license agreement (.2); email with D. Degenshein regarding same (.1).	0.30	238.50
01/11/12	Jonathan L. Mechanic	Conference call with client regarding open issues re: response to Stroock redraft of license agreement.	0.50	512.50
01/11/12	Adrienne Bernard	Conference call with client and J. Mechanic regarding response to Stroock redraft (.5); telephone conference with J. Halperin regarding legal issues in redraft (.3).	0.80	636.00
01/12/12	Adrienne Bernard	Email to D. Degenshein regarding status of negotiation on license agreement.	0.20	159.00
01/13/12	Jonathan L. Mechanic	Telephone conference with Anthony Barsanti re: open issues related to license agreement (.2); telephone conversation with Adrienne Bernard re same (.1).	0.30	307.50
01/13/12	Adrienne Bernard	Telephone conference with D. Degenshein regarding open issues on license (.3); telephone conference with J. Mechanic regarding same (.1); email to client regarding same (.1).	0.50	397.50
01/16/12	Adrienne Bernard	Emails with K. Kirk regarding escrow agreement.	0.20	159.00
01/17/12	Adrienne Bernard	Meeting with D. Degenshein to settle open issues and revise document (3.0); email to client regarding follow-up items (.3).	3.30	2,623.50
01/18/12	Adrienne Bernard	Email to client transmitting revised license agreement and explaining changes (.5); email to D. Degenshein providing insurance contract (.1); email to S. Martinelli regarding input on construction issues (.1).	0.70	556.50

Client: Lehman
Matter: Broad Street

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/19/12	Adrienne Bernard	Telephone conference with C. Carbone regarding requested compensation for school's inability to utilize play roof (.4); email to client regarding same (.3); email D. Degenshein regarding status of negotiation (.1); telephone conference with B. Jacobs regarding status of negotiation with 41 Broad (.4).	1.20	954.00
01/20/12	Adrienne Bernard	Email correspondence with B. Jacobs regarding involvement of school in settlement (.4); email with S. Martinelli regarding open construction issues (.1).	0.50	397.50
01/24/12	Jonathan L. Mechanic	Telephone conference with Adrienne Bernard and Joelle Halperin re: school strategy and related open issues.	0.50	512.50
01/24/12	Adrienne Bernard	Multiple telephone conferences with D. Degenshein regarding remaining issues and strategy with school (.5); conference call with J. Halperin and J. Mechanic regarding same (.2); research school floor plate size (.2).	0.90	715.50
01/25/12	Adrienne Bernard	Telephone conference with D. Degenshein regarding review of lease for school.	0.20	159.00
01/26/12	Adrienne Bernard	Multiple telephone conferences with D. Degenshein and M. Slama regarding consolidation of 881 and foreclosure actions (.8); telephone conference with C. Carbone regarding response to school compensation (.2).	1.00	795.00
01/27/12	Adrienne Bernard	Emails with J. Palmer regarding D. Degenshein letter to Justice Goodman.	0.20	159.00
01/30/12	Adrienne Bernard	Email to client regarding letter to Judge Goodman re: pending motions (.2); email to C. Carbone regarding need to view school lease (.2).	0.40	318.00
01/31/12	Adrienne Bernard	Conf call with client and M. Slama re status of litigation and open issues on license (.5); research availability of lease in City Register records (.2); conf with J. Mechanic re offer of compensation to school (.1); email to J. Palmer re school request for compensation (.1); review license and J. Palmer draft summary of financial terms of license and email to Palmer with comments (.5); telephone conference with M. Slama and D. Skaller re reassignment of 881 proceeding from J. Goodman (.4).	1.80	1,431.00
Total:			17.20	13,973.00

Client: Lehman
Matter: Broad Street

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Jonathan L. Mechanic	Partner	2.10	2,152.50
Adrienne Bernard	Spec Counsel	31.90	25,360.50
	Totals	34.00	27,513.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/01/12	Adrienne Bernard	Telephone conference with D. Degenshein regarding status of court proceedings and help with school tenant.	0.20	159.00
02/02/12	Adrienne Bernard	Email to J. Mechanic regarding status of license negotiation (.2); telephone conference with C. Carbone regarding copy of lease (.1); telephone conference with M. Slama regarding receiver's requests (.2).	0.50	397.50
02/06/12	Jonathan L. Mechanic	Telephone conferences with Lenny Boxer regarding settlement.	0.50	512.50
02/07/12	Jonathan L. Mechanic	Telephone conference with Lenny Boxer regarding settlement.	0.30	307.50
02/08/12	Jonathan L. Mechanic	Office conference with Joelle Halperin re: settlement (.2); telephone conference with Lenny Boxer regarding same (.3).	0.50	512.50
02/08/12	Jonathan L. Mechanic	Telephone conference with Joelle Halperin re: settlement (.2); telephone conference with Adrienne Bernard re: same (.1).	0.30	307.50
02/08/12	Adrienne Bernard	Emails to client regarding review of insurance clauses.	0.30	238.50
02/09/12	Adrienne Bernard	Send license agreement to J. Halperin (.2); telephone conference with J. Halperin regarding offer to school (.3); telephone conference with D. Degenshein regarding same and issues in license agreement (.3).	0.80	636.00
02/10/12	Jonathan L. Mechanic	Telephone conferences with Lenny Boxer, Adrienne Bernard and Joelle Halperin regarding offer to school (.3); emails regarding same (.2).	0.50	512.50
02/10/12	Adrienne Bernard	Multiple telephone conferences with D. Degenshein regarding offer to school (.4); multiple emails to J. Mechanic regarding same (.4); review Stroock redraft of license agreement (1.8).	2.60	2,067.00
02/13/12	Adrienne Bernard	Telephone conference with J. Halperin regarding offer to school (.2); telephone conversation with D. Degenshein regarding comments on license and approach to school (.3); revise license agreement (1.5); draft language regarding school compensation (.5); telephone conference with D. Skaller regarding status of litigation (.3).	2.80	2,226.00

Client: Lehman
Matter: Broad Street

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/15/12	Adrienne Bernard	Review and send revised license agreement to D. Degenshein (.4); email to client regarding settlement with school (.2); telephone conference with D. Degenshein regarding same (.2).	0.80	636.00
02/16/12	Adrienne Bernard	Emails to D. Degenshein regarding negotiation with school and license issues.	0.50	397.50
02/27/12	Adrienne Bernard	Multiple telephone conferences with D. Degenshein and C. Carbone regarding settlement with school (.4); multiple telephone conferences with S. Martinelli regarding status of violations (.4); revise License Agreement to include school as party (2.8); draft provisions for obligations to school (2.6); draft provisions for school acknowledgement of construction conditions (2.5); t/c client and Degenshein re: same (.5); revise License Agreement to incorporate new provisions and add school as party for representations and acknowledgments (2.6); multiple emails to client and J. Mechanic regarding school settlement (.2).	12.00	9,540.00
02/28/12	Adrienne Bernard	Multiple telephone conferences with D. Degenshein regarding open school issues (.4); revise draft of license agreement (7.0); emails with client regarding same (.4).	7.80	6,201.00
02/29/12	Adrienne Bernard	Multiple telephone conferences with D. Degenshein regarding comments on revised draft of license agreement.	0.50	397.50
03/05/12	Adrienne Bernard	Revise draft license agreement (2.0); telephone conference with C. Carbone regarding comments on prior draft (.4).	2.40	1,908.00
03/06/12	Adrienne Bernard	Emails to J. Halperin regarding progress on settlement with school (.2); telephone conferences with J. Palmer regarding construction meeting and need to install wall on roof (.5).	0.70	556.50
Total:			34.00	27,513.00

Client: Lehman
Matter: 237 Park

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Adrienne Bernard	Spec Counsel	1.60	1,216.00
	Totals	1.60	1,216.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/28/11	Adrienne Bernard	Conference call with Monday Properties and Lehman regarding zoning questions and proposed work.	0.50	380.00
10/31/11	Adrienne Bernard	Review prior zoning memorandum and plans.	1.10	836.00
		Total:	1.60	1,216.00

Client: Lehman
Matter: 237 Park

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Adrienne Bernard	Spec Counsel	8.20	6,232.00
Ilana Ettinger	Associate	8.50	3,357.50
	Totals	16.70	9,589.50

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/01/11	Adrienne Bernard	Site visit with A. Cleary (1.5); review zoning memorandum provided by client (.3); conference with I. Ettinger regarding review of Board of Standards and Appeals files and research regarding cancellation of restrictive declaration (1.1); retrieve and review City map regarding Depew Place (.3); review and email to client regarding public space listing of atrium (.6).	3.80	2,888.00
11/01/11	Ilana Ettinger	Conference with A. Bernard re: Board of Standards and Appeals variance and restrictive declaration.	1.10	434.50
11/01/11	Ilana Ettinger	Board of Standards and Appeals research (.2); call to Board of Standards and Appeals to locate variance (.1).	0.30	118.50
11/03/11	Adrienne Bernard	Telephone conference with Westreich regarding project and Max capital files.	0.20	152.00
11/04/11	Ilana Ettinger	Researching Automated City Register Information System for cancellation of restrictive declaration on the property.	0.50	197.50
11/07/11	Adrienne Bernard	Conference with I. Ettinger regarding review of Max Capital first termination of restrictive declaration (.4); telephone conference with Kohn Pedersen Fox regarding substitution of office for retail and vice versa (.7).	1.10	836.00
11/07/11	Ilana Ettinger	Research re: termination of restrictive declaration on Automated City Register Information System.	0.60	237.00
11/07/11	Ilana Ettinger	Call to Board of Standards and Appeals to follow up on status of document request.	0.20	79.00
11/07/11	Ilana Ettinger	Conference with A. Bernard re: Max Capital first termination of restrictive declaration.	0.40	158.00
11/07/11	Ilana Ettinger	Research re: internal records from previous transactions on the property.	0.40	158.00
11/07/11	Ilana Ettinger	Researching property boundary.	0.50	197.50
11/09/11	Adrienne Bernard	Conference with I. Ettinger regarding easement for loading dock and termination of restrictive declaration.	0.50	380.00
11/09/11	Ilana Ettinger	Reviewing internal records for information about the restrictive declaration.	0.90	355.50
11/09/11	Ilana Ettinger	Discussion with A. Bernard re: easements.	0.10	39.50

Client: Lehman
Matter: 237 Park

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/09/11	Ilana Ettinger	Conference with A. Bernard re: Restrictive Declaration.	0.50	197.50
11/09/11	Ilana Ettinger	Research and analyze easements.	2.20	869.00
11/11/11	Adrienne Bernard	Email to I. Ettinger regarding art work in atrium.	0.10	76.00
11/11/11	Ilana Ettinger	Reviewing documents for references to issues relating to the atrium space.	0.40	158.00
11/15/11	Adrienne Bernard	Email regarding art work in atrium (.1); review meeting minutes (.3).	0.40	304.00
11/18/11	Ilana Ettinger	Call to Board of Standards and Appeals re: status of order for plans.	0.10	39.50
11/23/11	Adrienne Bernard	Multiple telephone conferences with Board of Standards and Appeals regarding retrieval of file.	0.30	228.00
11/23/11	Ilana Ettinger	Call to Board of Standards and Appeals re: status of order for plans.	0.30	118.50
11/30/11	Adrienne Bernard	Prepare for and attend meeting with Kohn Pedersen Fox and Monday Properties regarding zoning issues.	1.80	1,368.00
Total:			16.70	9,589.50

Client: Lehman
Matter: 237 Park

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Adrienne Bernard	Spec Counsel	14.20	10,792.00
Ilana Ettinger	Associate	5.90	2,330.50
	Totals	20.10	13,122.50

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/01/11	Adrienne Bernard	Multiple telephone conferences with I. Ettinger regarding Board of Standards and Appeals file (.2); telephone conference with A. Cleary regarding 230 Park easement (.1).	0.30	228.00
12/01/11	Ilana Ettinger	Calls to Board of Standards and Appeals re: files.	0.20	79.00
12/01/11	Ilana Ettinger	Call to A. Bernard re: files from Board of Standards and Appeals.	0.20	79.00
12/01/11	Ilana Ettinger	Retrieve and verify case file from Board of Standards and Appeals.	2.60	1,027.00
12/02/11	Adrienne Bernard	Review easement for 230 Park loading dock and emergency egress.	1.00	760.00
12/02/11	Ilana Ettinger	Reviewing case file from Board of Standards and Appeals.	1.60	632.00
12/05/11	Adrienne Bernard	Review Board of Standards and Appeals plans and Board of Standards and Appeals file documents (.9); email to client group regarding same (.4).	1.30	988.00
12/05/11	Ilana Ettinger	Reviewing easement agreements (.9); meeting with A. Bernard re: same (.4).	1.30	513.50
12/09/11	Adrienne Bernard	Review loading dock easement.	0.50	380.00
12/12/11	Adrienne Bernard	Attend team meeting regarding due diligence for proposed alterations.	1.50	1,140.00
12/13/11	Adrienne Bernard	Draft memorandum regarding zoning due diligence issues.	5.60	4,256.00
12/14/11	Adrienne Bernard	Revise zoning memorandum (.6); telephone conference with A. Cleary regarding same (.2); emails with A. Cleary and M. Santiago regarding same (.2).	1.00	760.00
12/15/11	Adrienne Bernard	Prepare exhibits to zoning memorandum (1.1); revise memorandum (.4).	1.50	1,140.00
12/19/11	Adrienne Bernard	Final revision of zoning memorandum.	0.30	228.00
12/20/11	Adrienne Bernard	Prepare final version of memorandum for delivery to Kohn Pedersen Fox (.9); telephone conference with A. Cleary regarding same (.1).	1.00	760.00
12/21/11	Adrienne Bernard	Revise Kohn Pedersen Fox Table of Contents and Exhibit schedule for memorandum.	0.20	152.00

Client: Lehman
Matter: 237 Park

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
Total:			20.10	13,122.50

Client: Lehman
Matter: 237 Park

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Adrienne Bernard	Spec Counsel	6.80	5,406.00
	Totals	6.80	5,406.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
01/13/12	Adrienne Bernard	Meeting with Monday Properties regarding due diligence on alteration plans and required zoning approvals.	2.50	1,987.50
01/18/12	Adrienne Bernard	Review proposal for expansion of 21st floor (.8); telephone conference with A. Cleary regarding same (.6).	1.40	1,113.00
01/19/12	Adrienne Bernard	Telephone conference with A. Westreich regarding transfer of development rights to site.	0.20	159.00
01/23/12	Adrienne Bernard	Review BSA plans and zoning (1.5); email and telephone conference with A. Cleary regarding expansion of 21st floor and zoning lot merger with 230 Park (.5).	2.00	1,590.00
01/26/12	Adrienne Bernard	Telephone conference with BSA counsel regarding applicable zoning in modification application and hardship (.4); email to client and telephone conference with A. Cleary regarding same (.3).	0.70	556.50
		Total:	6.80	5,406.00

Client: Lehman
Matter: 237 Park

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Adrienne Bernard	Spec Counsel	0.40	318.00
	Totals	0.40	318.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02/08/12	Adrienne Bernard	Telephone conference with A. Cleary regarding schedule of public approvals.	0.40	318.00
		Total:	0.40	318.00

Client: Lehman
Matter: Real Estate Structure

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Lee Parks	Partner	3.50	3,395.00
	Totals	3.50	3,395.00

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/04/11	Lee Parks	Calls with A. Koutouvides re: engagement letter between LCOR Inc. and Morgan Stanley and deal for the sale of Lehman's interest in LCOR Inc.	1.50	1,455.00
03/09/11	Lee Parks	Review and comment on engagement letter between LCOR Inc. and Morgan Stanley.	2.00	1,940.00
		Total:	3.50	3,395.00

Client: Lehman
Matter: 325 West Broadway

Time Summary

<u>Name</u>	<u>Title</u>	<u>Hours</u>	<u>Amount</u>
Adrienne Bernard	Spec Counsel	18.40	14,001.50
Kristina Runje	Associate	40.20	26,538.00
	Totals	58.60	40,539.50

Time Detail

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
10/27/11	Adrienne Bernard	Conference call with LCOR Inc. team and client regarding need for protective measures on adjacent properties (.4); conference with K. Runje regarding drafting of access licenses and related follow-up (.6).	1.00	760.00
10/27/11	Kristina Runje	Office conference with A. Bernard re: access agreements.	0.30	198.00
10/28/11	Adrienne Bernard	Review and send to K. Runje appropriate precedent for license agreement.	0.70	532.00
10/31/11	Adrienne Bernard	Review precedent for access license agreement and send to K. Runje for review (.2); finalize and send out mark-up of settlement memorandum (.3).	0.50	380.00
11/01/11	Adrienne Bernard	Telephone conference with K. Runje regarding questions on form of access license and related follow-up.	0.50	380.00
11/01/11	Kristina Runje	Review of drawings and email request from client (.3); t/c with A. Bernard re: form of access license (.3); review of Lehman precedent re: license (.5); draft license agreement form for demolition work to be tailored for various adjacent building owners (4.7).	5.80	3,828.00
11/02/11	Kristina Runje	Revise draft license agreement (1.9); emails to A. Bernard re: license agreement (.1).	2.00	1,320.00
11/03/11	Adrienne Bernard	Review and revise license agreement (5.0); o/c with K. Runje re: same (.2).	5.20	3,952.00
11/03/11	Kristina Runje	Review and revise form license agreement (.8); o/c with A. Bernard re: license agreement (.2).	1.00	660.00
11/07/11	Adrienne Bernard	O/c with K. Runje regarding final edits to Access License and related follow-up.	0.40	304.00
11/07/11	Kristina Runje	Review additions to form license agreement (.6); discuss license agreement with A. Bernard (.2); draft email distributing same and highlighting client items (.4).	1.20	792.00
11/08/11	Kristina Runje	Emails with S. Martinelli re: mutual access and form agreement.	0.30	198.00

Client: Lehman
Matter: 325 West Broadway

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/09/11	Adrienne Bernard	Conference call with LCOR Inc. team regarding form license agreement (.6); review K. Runje draft of letter to 55 Grand Street re: access requirements (.7); telephone conferences with K. Runje regarding same and related follow-up (.5).	1.80	1,368.00
11/09/11	Kristina Runje	Call and office conference with A. Bernard re: 55 Grand Access requirements (.2); call with S. Martinelli and A. Bernard re: 55 Grand Access requirements (.6); draft letter to 55 Grand Street owner requesting access and describing work to be performed (.7); emails and calls with S. Martinelli and A. Bernard re: same (.1); emails with S. Martinelli and A. Bernard re: comments to form license agreement (.2); revise form agreement per S. Martinelli comments (.3); call with P. Wexelman re: additional comments (.2); revise form agreement per P. Wexelman comments (.4); calls with A. Bernard re: same (.3).	3.00	1,980.00
11/09/11	Kristina Runje	Review of notes and emails from LCOR Inc. team re: various adjacent properties, access required and review status of request from calls and emails with S. Martinelli re: access requirements (.2); draft summary of access requirements (.7).	0.90	594.00
11/10/11	Adrienne Bernard	Review revised license agreement (.4); calls and emails with K. Runje regarding revised license agreement (.2).	0.60	456.00
11/10/11	Kristina Runje	Calls with S. Martinelli re: construction work at 325 West Broadway (.3); calls with and emails to A. Bernard re: work being performed and requirements for protection and related follow-up (.3); revise form license agreement (.4).	1.00	660.00
11/11/11	Kristina Runje	Revise access agreement per A. Bernard comments (.1); draft email distributing revised access agreement to Lehman and LCOR Inc. teams (.1).	0.20	132.00
11/14/11	Kristina Runje	Emails with P. Wexelman re: access agreement (.2); ACRIS search and review of documents re ownership of 53 Grand Street (.2); draft access agreement for 53 Grand Street (.2); distributing same (.1).	0.70	462.00
11/23/11	Kristina Runje	Review email from P. Wexelman re: 27 Wooster access request.	0.10	66.00
11/28/11	Adrienne Bernard	Review proposed access agreement from 27 Wooster relating to construction on such property (.4); conference with K. Runje and telephone conference with S. Martinelli regarding reciprocal agreement with 27 Wooster Owner (.4).	0.80	608.00

Client: Lehman
Matter: 325 West Broadway

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
11/28/11	Kristina Runje	Review letter received from 27 Wooster owner requesting access to 325 West Broadway (.4); call with A. Bernard re: 27 Wooster access request (.1); call with A. Bernard and S. Martinelli re: 27 Wooster access (.2); call with P. Wexelman and A. Bernard re: reciprocal access agreement with 27 Wooster (.1); review of property map re: locations (.1); review of various form access agreements and precedent (.3).	1.20	792.00
11/29/11	Kristina Runje	Emails with A. Bernard and emails to S. Martinelli re: reciprocal license agreement (.2); review of precedent re: reciprocal licenses and access agreement provisions (1.0).	1.20	792.00
11/30/11	Adrienne Bernard	Emails with K. Runje regarding reciprocal easement agreement with 27 Wooster Street.	0.30	228.00
11/30/11	Kristina Runje	Draft reciprocal license agreement for 27 Wooster Street.	6.30	4,158.00
12/01/11	Kristina Runje	Draft reciprocal temporary easement agreement.	4.00	2,640.00
12/05/11	Kristina Runje	Emails to S. Martinelli re: required work description.	0.10	66.00
12/06/11	Adrienne Bernard	Review and revise draft reciprocal easement agreement.	2.20	1,672.00
12/07/11	Adrienne Bernard	Revise reciprocal easement agreement.	1.50	1,140.00
12/07/11	Kristina Runje	Review reciprocal easement agreement revisions (2.0); review email from S. Martinelli describing construction work to be performed by 27 Wooster Owner and by Lehman (.2).	2.20	1,452.00
12/08/11	Adrienne Bernard	Conference call with client team regarding comments on reciprocal easement agreement (.6); conference with K. Runje regarding same (.2).	0.80	608.00
12/08/11	Kristina Runje	Conference call with S. Martinelli, P. Wexelman and A. Bernard re: 27 Wooster license agreement (.8); redrafting 27 Wooster agreement per same (3.9).	4.70	3,102.00
12/09/11	Adrienne Bernard	Review and revise draft of reciprocal easement agreement.	1.20	912.00
12/12/11	Adrienne Bernard	Conference with K. Runje and telephone conference with P. Wexelman regarding revisions to reciprocal easement agreement.	0.40	304.00
12/12/11	Kristina Runje	Office conference with A. Bernard re: 27 Wooster access agreement (.1); call with P. Wexelman and A. Bernard re: 27 Wooster access agreement (.2); revise 27 Wooster agreement (.1); emails with P. Wexelman, A. Bernard re: access agreement and revise and distribute same (2.5).	2.90	1,914.00
12/13/11	Kristina Runje	Review of insurance related comments to 27 Wooster reciprocal license agreement (.4); emails with Lehman and LCOR teams re: insurance requirements (.3); revise and distribute same (.2).	0.90	594.00

Client: Lehman
Matter: 325 West Broadway

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
03/06/12	Adrienne Bernard	Telephone conference with P. Wexelman regarding response to neighbor's construction letter and status of project (.3); call with K. Runje re: same (.2).	0.50	397.50
03/06/12	Kristina Runje	Call with A. Bernard re: 27 Wooster Street and NYC building code obligations.	0.20	138.00
		Total:	58.60	40,539.50

Client: Lehman
Matter: Fee/Retention Applications

Time Detail

Task Code:

4600

Fee Statements and Fee Applications

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
06/23/11	Aaron Kleinman	Draft fee application.	1.80	828.00
06/24/11	Aaron Kleinman	Draft fee application.	1.00	460.00
06/28/11	Aaron Kleinman	Prepare fee application (1.8); o/c with K. Ochs re: same (.1).	1.90	874.00
06/29/11	Aaron Kleinman	Review and revise Fee Application.	0.70	322.00
06/30/11	Aaron Kleinman	Revise fee application.	2.30	1,058.00
07/08/11	Kalman Ochs	Review and revise fee application (.6); confer w/G. Libhart re: same (.2).	0.80	588.00
07/08/11	Gabriel Libhart	Draft Lehman fee application.	2.00	920.00
07/08/11	Gabriel Libhart	O/C with K. Ochs & A. Kleinman re: Lehman fee application.	0.20	92.00
07/11/11	Gabriel Libhart	Draft & revise Lehman fee application (2.0); emails re: same (.1).	2.10	966.00
07/12/11	Gabriel Libhart	Revise Lehman fee application (1.4); emails re: same (.1).	1.50	690.00
07/13/11	Kalman Ochs	Follow up re: conflict check (1.5); confer w/G. Libhart re: retention issues and billing memo (1.0).	2.50	1,837.50
07/13/11	Gabriel Libhart	Review all relevant bills related to fee application and conference with K. Ochs.	4.90	2,254.00
07/14/11	Kalman Ochs	Follow up w/G. Libhart re: conflict check.	1.20	882.00
07/14/11	Gabriel Libhart	Review all relevant bills related to fee application (1.0); emails re: same (.1).	1.10	506.00
07/17/11	Kalman Ochs	Lehman Fee App: Conf. call w/A. Resnick, N. Grow and G. Libhart re: fee app and retention (.7); follow up re: same (.3).	1.00	735.00
07/21/11	Kalman Ochs	Review and revise client billing memo.	0.50	367.50
08/01/11	Gabriel Libhart	Draft first interim fee application.	3.70	1,702.00
08/03/11	Gabriel Libhart	Correspond with J. Mac Avoy re: Lehman billing.	0.30	138.00
08/03/11	Gabriel Libhart	Draft first interim fee application.	1.10	506.00
08/05/11	Gabriel Libhart	Draft first interim fee application.	2.60	1,196.00
08/08/11	Kalman Ochs	T/c w/C. Arthur re: fee application process (.3); confer w/N. Grow; follow up re: same (.1).	0.40	294.00
08/09/11	Gabriel Libhart	Draft first monthly fee application (for July 2011).	1.60	736.00
08/10/11	Laurinda Martins	Attention to billing matters re: compliance with guidelines.	0.50	322.50
08/10/11	Gabriel Libhart	T/C with L. Martins and Deanna Emilio re: payments to Fried Frank.	0.50	230.00
08/10/11	Gabriel Libhart	Correspond with L. Martin re: Lehman billing.	0.50	230.00

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 2

Client: Lehman
Matter: Fee/Retention Applications

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/10/11	Gabriel Libhart	Review Lehman payments and recategorize (2.1); emails re: same (.2).	2.30	1,058.00
08/11/11	Nathan Grow	Correspond with K. Ochs and G. Libhart re: Lehman bills.	0.40	232.00
08/12/11	Laurinda Martins	Emails re billing guidelines.	0.30	193.50
08/12/11	Gabriel Libhart	Review Lehman payments (3.7); calls re: same (.2).	2.50	1,150.00
08/17/11	Gabriel Libhart	Revise invoice chart (1.3); emails re: same (.2).	1.50	690.00
08/18/11	Kalman Ochs	Follow up re: submitting invoices and separating out non-debtor entities.	0.60	441.00
08/18/11	Gabriel Libhart	Revise invoices (1.2); emails re: same (.1).	1.30	598.00
08/19/11	Gabriel Libhart	Emails with accounting department re: Lehman invoices (.4); draft billing procedures team email (2.4).	2.80	1,288.00
08/22/11	Gabriel Libhart	Correspondence re: compliance with billing guidelines.	0.50	230.00
08/23/11	Nathan Grow	Review billing materials from G. Libhart.	0.20	116.00
08/23/11	Gabriel Libhart	Emails with Deanna Emilio at Lehman re: Fried Frank payments.	0.90	414.00
08/24/11	Kalman Ochs	Confer w/G. Libhart re: billing procedures (.4); follow up re: same (.1).	0.50	367.50
08/24/11	Gabriel Libhart	Review Lehman invoices (1.2); emails re: same (.4).	1.60	736.00
08/25/11	Kalman Ochs	Follow up w/G. Libhart re: preparing invoices.	0.50	367.50
08/25/11	Gabriel Libhart	Correspond with R. Sitman re: Lehman time detail.	0.20	92.00
08/25/11	Gabriel Libhart	Review Sandy Springs prebill: Lehman.	0.20	92.00
08/31/11	Gabriel Libhart	Review time entries re: July monthly fee application (.8); emails re: same (.4).	1.20	552.00
Total for Fee Statements and Fee Applications			54.20	27,352.00

Task Code:

4700 Retention Application

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
06/22/11	Kalman Ochs	Review issues re: Retention & Fee Application	1.50	1,102.50
06/23/11	Kalman Ochs	Review orders and protocols re: Retention & Fee Application	2.50	1,837.50
06/24/11	Kalman Ochs	Review and revise fee application.	1.00	735.00
06/27/11	Kalman Ochs	Follow up re: issues relating Retention & Fee Application (.9); confer. w/ M. Pastore re: same (.1).	1.00	735.00
06/27/11	Aaron Kleinman	Prepare fee application and retention application.	4.30	1,978.00
06/28/11	Kalman Ochs	Review and revise Fee Application (.5); confer with A. Kleinman re: same (.1).	0.60	441.00
06/29/11	Kalman Ochs	Review billing summaries from various matters.	1.00	735.00
06/30/11	Kalman Ochs	Follow up re: issues relating to Retention & Fee Application	1.00	735.00
07/15/11	Nathan Grow	Prepare conflict memo and retention papers.	2.80	1,624.00

Fried, Frank, Harris, Shriver & Jacobson LLP

Page 3

Client: Lehman

Matter: Fee/Retention Applications

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
07/15/11	Nathan Grow	Review conflict list, memorandum re: fees, OCP order, fee committee order and other docket materials.	3.50	2,030.00
07/17/11	Alan Resnick	T/c w/Kalman Ochs and Gabe Libhart re: retention and fee application issues regarding section 327(e) retention.	0.70	700.00
07/17/11	Gabriel Libhart	T/C with A. Resnick and K. Ochs re: Lehman retention.	0.70	322.00
07/18/11	Nathan Grow	Prepare conflict memo and retention papers.	3.80	2,204.00
07/18/11	Nathan Grow	Review and revise conflict list.	0.80	464.00
07/18/11	Nathan Grow	O/c and e/c w/conflicts department, H. Goldstein and K. Ochs.	1.10	638.00
07/18/11	Gabriel Libhart	Draft firm internal conflict check email (.8); respond to inquiries re: same (.6).	1.40	644.00
07/19/11	Kalman Ochs	Follow up re: retention process (.2); confer w/G. Libhart re: same (.3).	0.50	367.50
07/19/11	Nathan Grow	Correspond with FF team re: conflict search and retention papers (.5); prepare retention papers (3.3).	3.80	2,204.00
07/19/11	Gabriel Libhart	Respond to inquiries re: conflict check (1.5); O/C with K. Ochs and N. Grow re: same (.3).	1.80	828.00
07/20/11	Nathan Grow	O/c with G. Libhart re: conflict list (.2); follow-up re: same (.3).	0.50	290.00
07/20/11	Nathan Grow	Prepare retention papers.	3.10	1,798.00
07/20/11	Nathan Grow	Correspond with FF team re: retention papers and conflict memo.	0.50	290.00
07/20/11	Gabriel Libhart	O/C with N. Grow re: Lehman conflict check.	0.20	92.00
07/20/11	Gabriel Libhart	Review client list versus potential parties in interest and claimants in case.	3.50	1,610.00
07/20/11	Gabriel Libhart	Review conflicts reports for affidavit disclosures re: Lehman retention.	2.30	1,058.00
07/21/11	Nathan Grow	Correspond w/ FF team re conflict review and retention papers (.8); prepare retention papers (3.9)	4.70	2,726.00
07/21/11	Gabriel Libhart	Conflicts reports for affidavit disclosures re: Lehman retention.	4.20	1,932.00
07/22/11	Nathan Grow	Correspond w/ FF team re conflict review and retention papers (.6); prepare retention papers (5)	5.60	3,248.00
07/22/11	Gabriel Libhart	Review conflict reports re: Lehman retention application/affidavit.	1.30	598.00
07/23/11	Nathan Grow	Prepare retention papers.	1.50	870.00
07/23/11	Gabriel Libhart	Review conflicts reports for affidavit disclosures re: Lehman retention.	3.20	1,472.00
07/24/11	Gabriel Libhart	Categorize Lehman conflicts for 2014 affidavit.	4.90	2,254.00
07/25/11	Nathan Grow	Prepare retention declaration.	3.50	2,030.00
07/25/11	Nathan Grow	Correspond with K. Ochs, G. Libhart and accounting department re: retention application.	0.70	406.00
07/25/11	Gabriel Libhart	Call re: retention application/affidavit.	0.20	92.00
07/26/11	Kalman Ochs	Review and revise retention papers.	1.50	1,102.50

Client: Lehman

Matter: Fee/Retention Applications

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
07/26/11	Nathan Grow	Lehman - Prepare retention declaration.	3.20	1,856.00
07/26/11	Nathan Grow	Lehman - Review and revise retention application.	1.90	1,102.00
07/26/11	Nathan Grow	Correspond with K. Ochs, G. Libhart and account department re: retention application.	1.00	580.00
07/26/11	Gabriel Libhart	Draft Lehman retention application sections (4.5); calls and emails re: same (.4).	4.90	2,254.00
07/27/11	Alan Resnick	T/c with K. Ochs re retention papers in connection with retention as section 327(e) attorneys.	0.30	300.00
07/27/11	Kalman Ochs	Review and revise retention papers (1.2); confer w/A. Resnick re: billing issues (.3); follow up re: same (.2).	1.70	1,249.50
07/27/11	Kalman Ochs	Review and revise retention papers.	1.80	1,323.00
07/27/11	Nathan Grow	Review and revise retention papers (4.6); and correspond w/ K. Ochs, L. Martins, G. Libhart and J. Mac Avoy re same (1.3)	5.90	3,422.00
07/27/11	Gabriel Libhart	Draft Lehman retention application.	1.20	552.00
07/28/11	Kalman Ochs	Review and revise retention papers (1.6); confer w/N. Grow re: same (.2).	1.80	1,323.00
07/28/11	Nathan Grow	Review and revise retention papers (1.6); and correspond w/ K. Ochs, A. Resnick, L. Martins, G. Libhart and J. Mac Avoy re same (1.4).	3.00	1,740.00
07/29/11	Nathan Grow	Correspond with FF team re: retention papers.	0.40	232.00
07/29/11	Nathan Grow	Review and revise retention papers.	0.70	406.00
08/01/11	Nathan Grow	Review and revise retention papers (.8); correspond w/ L. Martins, K. Ochs and J. Mac Avoy re same (1).	1.80	1,044.00
08/02/11	Kalman Ochs	Review and comment on Lehman retention papers; follow up re: same.	1.40	1,029.00
08/02/11	Nathan Grow	Review and revise retention papers (1.3); correspond w/ L. Martins, K. Ochs and J. Mac Avoy re same (.9).	2.10	1,218.00
08/03/11	Nathan Grow	Correspond w/ K. Ochs, J. Mac Avoy, G. Libhart and L. Martins re Lehman retention issues (1.3); review and revise retention papers (2.2).	2.90	1,682.00
08/04/11	Alan Resnick	T/c w/Janice Mac Avoy, Kalman Ochs, and Nate Grow re: Rule 2014 affidavit (.2); review of draft Rule 2014 affidavit (.4).	0.60	600.00
08/04/11	Nathan Grow	Review and revise retention papers (2.1); Phone call and correspondence w/ A. Resnick, K. Ochs and J. Mac Avoy re same (1).	3.10	1,798.00
08/05/11	Janice Mac Avoy	Revising retention application.	0.30	291.00
08/05/11	Nathan Grow	Review and revise retention papers (1.8); correspondence w/ C. Arthur, A. Resnick, K. Ochs and J. Mac Avoy re same (1.3).	3.10	1,798.00
08/08/11	Nathan Grow	Review and revise retention papers and send to Weil (.4); phone call and correspondence w/ C. Arthur re retention process (.5).	0.90	522.00
08/10/11	Nathan Grow	Correspondence re: retention application.	0.40	232.00

Client: Lehman
 Matter: Fee/Retention Applications

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/12/11	Nathan Grow	Correspond with G. Libhart and K. Ochs re: retention papers.	0.40	232.00
08/15/11	Nathan Grow	Follow up re: payments from debtors.	0.20	116.00
08/16/11	Nathan Grow	Correspond w/ G. Libhart re retention (.1); review and revise retention papers (.9).	1.00	580.00
08/17/11	Nathan Grow	Review and revise retention papers (1.7) and correspond w/ K. Ochs (.2).	1.90	1,102.00
08/18/11	Alan Resnick	Reviewed revised retention papers and t/c w/N. Grow.	0.40	400.00
08/18/11	Nathan Grow	Review and revise retention papers and correspond w/ K. Ochs, G. Libhart and A. Resnick re same.	2.00	1,160.00
08/19/11	Kalman Ochs	Review and comment on revised retention papers.	0.50	367.50
08/26/11	Janice Mac Avoy	Revising retention application.	0.40	388.00
08/31/11	Kalman Ochs	Follow up re: Lehman retention papers and conflict check.	0.60	441.00
08/31/11	Nathan Grow	Review and revise retention papers and correspond w/ K. Ochs and G. Libhart re same.	2.00	1,160.00
Total for Retention Application			129.00	74,693.00